

Hearing Date and Time: November 1, 2021 at 10:00 a.m.
Objection Due Date and Time: October 25, 2021 at 4:00 p.m.

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Attorneys for the Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

In re

RLCH, INC.,

Debtor.

Chapter 11

Case No. 20-43052 (REG)

**NOTICE OF HEARING ON THIRD INTERIM FEE APPLICATION OF HERRICK,
FEINSTEIN LLP FOR ALLOWANCE OF FEES AND REIMBURSEMENT OF
EXPENSES INCURRED AS BANKRUPTCY COUNSEL TO THE DEBTOR FOR THE
PERIOD FROM MARCH 1, 2021 THROUGH MAY 31, 2021**

PLEASE TAKE NOTICE that a hearing on the Third Interim Application of Herrick, Feinstein LLP for Allowance of Fees and Reimbursement of Expenses Incurred as Bankruptcy Counsel to the Debtor for the Period from March 1, 2021 through May 31, 2021 (the “Application”) will be held telephonically before the Honorable Robert E. Grossman, Bankruptcy Judge of the United States Bankruptcy Court for the Eastern District of New York on **November 1, 2021 at 10:00 a.m. (EST)**, or as soon thereafter as counsel may be heard.

PLEASE TAKE FURTHER NOTICE that responses or objections to the Application, if

any, must (a) be in writing, (b) state with particularity the reasons for the objection or response, (c) conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the United States Bankruptcy Court for the Eastern District of New York, (d) set forth the name of the objecting party, the nature and basis of the objection, and specific grounds therefore, (e) be filed with the Clerk of the Court (with a copy to be delivered to the Chambers of the Honorable Robert E. Grossman, Esq., United States Bankruptcy Judge, United States Bankruptcy Court for the Eastern District of New York, Alfonse D'Amato Federal Courthouse, 290 Federal Plaza, Central Islip, New York 11722), and (f) shall be served upon: (i) counsel to the Debtor, Herrick, Feinstein LLP, 2 Park Avenue, New York, NY 10016 (Attn: Stephen B. Selbst, Esq. and Rachel H. Ginzburg, Esq.) and via e-mail at sselbst@herrick.com and rginzburg@herrick.com; (ii) the Office of the United States Trustee for the Eastern District of New York, 201 Varick Street, Suite 1006, New York, NY 10014, Attention: Jeremy S. Sussman, Esq. and via e-mail at Jeremy.S.Sussman@usdoj.gov; and (iii) the Lender, Maxim Credit Group, LLC, 600 Madison Avenue, Suite 1700, New York, New York 10022 and the Lender's counsel: Allan Mendelsohn, Esq., Allan B. Mendelsohn LLP, 38 New St., Huntington, NY 11743-3463 and via e-mail at amendelsohn@amendelsohnlaw.com and Eric Sadkin, Esq., Mavrides, Moyal, Packman & Sadkin, 276 Fifth Avenue, Suite 404, New York, NY 10001 and via e-mail at ESadkin@mmps.com so as to be actually received no later than **October 25, 2021, at 4:00 p.m. (ET)** (the "Objection Deadline").

PLEASE TAKE FURTHER NOTICE that, if no responses or objections to the Motions are filed by the deadline, the relief sought may be granted without further notice or hearing.

Dated: New York, New York
October 8, 2021

By: /s/ Stephen B. Selbst
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**UNITED STATES BANKRUPTCY COURT
 EASTERN DISTRICT OF NEW YORK**

In re

RLCH, INC.,

Debtor.

Chapter 11

Case No. 20-43052 (REG)

**SUMMARY COVER SHEET
 TO THE THIRD INTERIM FEE APPLICATION OF HERRICK, FEINSTEIN
 LLP FOR ALLOWANCE OF FEES AND REIMBURSEMENT OF EXPENSES
 INCURRED AS BANKRUPTCY COUNSEL TO THE DEBTOR FOR
THE PERIOD FROM MARCH 1, 2021 THROUGH MAY 31, 2021**

<i>General Information</i>	
Name of Applicant:	Herrick, Feinstein LLP (“ <u>Herrick</u> ”)
Role of Herrick:	Bankruptcy Counsel to the Debtor
Petition Date:	August 24, 2020
Prior Applications:	2
<i>Summary of Fees and Expenses Sought in this Application</i>	
Period Covered by this Application:	March 1, 2021 through May 31, 2021 (“ <u>Compensation Period</u> ”)
Amount of Fees Billed during the Period:	\$324,121.00

Voluntary Fee Reduction during the Period:	\$105,799.50 ¹
Amount of Expense Reimbursement Sought during the Period:	\$2,893.31
Total Compensation Requested for the Period:	\$218,321.50
Total Compensation and Expenses Requested for the Period:	\$221,214.81
<i>Summary of Fees and Expenses Allowed Pursuant to Prior Applications</i>	
Total Compensation Approved by Interim Orders to Date:	\$485,138.00
Total Expenses Approved by Interim Orders to Date:	\$9,285.17
Total Compensation and Expenses Approved by Interim Order to Date:	\$494,423.17
Total Allowed Compensation Paid to Date:	\$388,110.40 ²
Total Allowed Expenses Paid to Date	\$9,285.17
Total Allowed Compensation and Expenses Paid to Date:	\$397,395.57 ³
Total Amount Held Back	\$97,027.60
<i>General Information</i>	
Blended Rate in this Application for All Attorneys:	\$520.34
Blended Rate in this Application for All Timekeepers:	\$494.95
Number of Timekeepers Included in this Application:	7 (5 attorneys; 2 paraprofessionals and other non-attorney staff)
Number of Attorneys Billing Fewer than 15 Hours to the Case During the Compensation Period:	0

¹ Herrick voluntarily reduced its fees in the amount of \$105,799.50 before filing this Application. The time records for the voluntarily reduced fees have been removed.

² Pursuant to a request by the United States Trustee, Herrick agreed to maintain a holdback of 20% of its fees during the first and second interim fee period. So far, Herrick has held back \$97,027.60.

³ As approved by this Court's Orders, Herrick received (i) \$238,733.93 (80% of compensation, 100% of expenses) for services rendered during the period of August 24, 2020 through November 30, 2020 pursuant to its First Fee Application; and (ii) \$158,661.64 (80% of compensation, 100% of expenses) for services rendered during the period of December 1, 2020 through February 28, 2021 pursuant to its Second Fee Application.

Increase in Rates Since Date of Retention ⁴ :	1
Interim or Final Application:	Interim

COMPENSATION BY PROFESSIONAL
MARCH 1, 2021 THROUGH AND INCLUDING MAY 31, 2021

Name of Professional	Position	Department	Year Admitted	Hourly Rate (\$)	Total Hours Billed	Total Compensation (\$)
Stephen B. Selbst	Partner	Restructuring & Bankruptcy	1984	715.00	70.9	50,693.50
Liliana Chang	Partner	Corporate	2011	565.00	43.6	24,634.00
Janice Goldberg	Partner	Litigation	2007	565.00	38.3	21,639.50
George V. Utlik	Counsel	Restructuring & Bankruptcy	2008	525.00	118.7	62,317.50
Rachel H. Ginzburg	Associate	Restructuring & Bankruptcy	2017	370.00	119.8	44,326.00
Douglas Kopf	Managing Attorney	Managing Attorney	2016	300.00	0.8	240.00
Larisa Poretsky	Paralegal	Restructuring & Bankruptcy		290.00	49.0	14,471.00

TOTAL FEES FOR THE COMPENSATION PERIOD
MARCH 1, 2021 THROUGH AND INCLUDING MAY 31, 2021

PROFESSIONALS	BLENDED RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Partners	\$634.6	152.8	\$96,967.00
Counsel	\$525.0	118.7	\$62,317.50
Associates	\$339.4	119.8	\$44,326.00

⁴ The Debtor filed the *Supplemental Declaration of Stephen B. Selbst Regarding Hourly Rate Increase of Herrick, Feinstein LLP* (ECF No. 88) and the *Amended Supplemental Declaration of Stephen B. Selbst Regarding Hourly Rate Increase of Herrick, Feinstein LLP* (ECF No. 90) on January 29, 2021 and February 9, 2021, respectively. The increased rates did not go into effect until March 1, 2021, which is not in the Compensation Period.

Paraprofessionals and Other Non-Legal Staff	\$295.4	49.8	\$14,711.00
Blended Attorney Rate	\$520.34		
Blended Rate for All Timekeepers	\$494.95		
Total Fees Incurred			\$218,321.50⁵

TOTAL BY TASK CODE
MARCH 1, 2021 THROUGH AND INCLUDING MAY 31, 2021

Task Code	Total Hours Billed	Total Amount (\$)
Case Administration - B110	38.1	14,949.50
Asset Analysis and Recovery - B120	0.3	157.50
Asset Disposition- B130	22.8	14,549.50
Meetings of and Communications with Creditors - B150	0.1	37.00
Fee/Employment Applications - B160	40.9	17,397.50
Contested Matters (excl. assumption/rejection) - B190	12.6	6,371.50
Business Operations - B210	7.4	3,966.00
Financing/Cash Collections - B230	13.6	6,621.50
Tax Issues – B240	37.7	18,048.50
Real Estate – B250	0.3	214.50
Board of Directors Matters - B260	49.8	27,475.50
Claims Administration and Objection - B310	1.6	716.00
Plan and Disclosure Statement (incl. Business Plan) - B320	137.6	66,266.00
Litigation - 19275-0008	79.2	41,551.00
Total	442.0	218,321.50⁶

⁵ Herrick voluntarily reduced its fees in the amount of \$105,799.50 before filing this Application.

⁶ Herrick voluntarily reduced its fees in the amount of \$105,799.50 before filing this Application.

EXPENSE SUMMARY
MARCH 1, 2021 THROUGH AND INCLUDING MAY 31, 2021

Description	Amount billed
Court Reporter	\$719.75
Online research - West	\$44.26
Pacer charges	\$135.40
Postage	\$350.90
Professional Services	\$1,643.00
Total	\$2,893.31

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**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

In re

RLCH, INC.,

Debtor.

Chapter 11

Case No. 20-43052 (REG)

**THIRD INTERIM FEE APPLICATION OF HERRICK, FEINSTEIN LLP
FOR ALLOWANCE OF FEES AND REIMBURSEMENT OF EXPENSES
INCURRED AS BANKRUPTCY COUNSEL TO THE DEBTOR FOR
THE PERIOD FROM MARCH 1, 2021 THROUGH MAY 31, 2021**

TO: HONORABLE ROBERT E. GROSSMAN
UNITED STATES BANKRUPTCY JUDGE:

Herrick, Feinstein LLP (“Herrick,” or the “Firm”), as bankruptcy counsel to RLCH, Inc. (the “Debtor”), in the above-captioned chapter 11 case (the “Chapter 11 Case”) for its third application for allowance of compensation and reimbursement of expenses (the “Fee Application” or the “Application”) incurred on behalf of the Debtor from March 1, 2021 through May 31, 2021 (the “Compensation Period”), under sections 105, 330, 331 and 503(b) of chapter 11, title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy

Procedure (the “Bankruptcy Rules”) and Rule 2016-1 of the Local Bankruptcy Rules for the Eastern District of New York (the “Local Bankruptcy Rules”), respectfully represents as follows:

SUMMARY OF THE FEE APPLICATION

1. Herrick seeks entry of an order allowing (i) Herrick’s fees in the amount of \$218,321.50 for the Compensation Period; and (ii) reimbursement of expenses in the amount of \$2,893.31 for the Compensation Period, as set forth more fully herein. During the Compensation Period, Herrick attorneys and paraprofessionals expended a total of 442.00 hours for which compensation is requested. A schedule setting forth the number of hours expended by each attorney and paraprofessional, their hourly rates, and the year of bar admission for each attorney is annexed hereto as **Exhibit A**. A summary of compensation requested by project category is annexed hereto as **Exhibit B**. Detailed time records for the Compensation Period are annexed hereto as **Exhibit C**. A summary of the expenses for which Herrick seeks reimbursement is annexed hereto as **Exhibit D**.

2. This Fee Application has been prepared in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the Guidelines for Fees and Disbursements for Professionals in Eastern District of New York Bankruptcy Cases pursuant to General Order 613 (June 4, 2013) (the “Local Guidelines”), and the U.S. Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 effective November 1, 2013 (the “UST Guidelines,” and together with the Local Guidelines, the “Guidelines”). A certification of compliance with the Guidelines is annexed hereto as **Exhibit E**.

BACKGROUND

A. Bankruptcy

3. On August 24, 2020 (the “Petition Date”), the Debtor commenced a voluntary case under the Bankruptcy Code in this Court.

4. The Debtor is authorized to remain in possession of its property and to continue to operate and manage its business as debtor in possession under sections 1107(a) and 1108 of the Bankruptcy Code. No trustee, examiner, or statutory committee of creditors has been appointed in this Chapter 11 Case.

5. The Debtor owns a building located at 144-69 Barclay Avenue, Flushing, NY 11355 (the “Barclay Building”). The Court, the Debtor’s creditors, and all parties in interest are respectfully referred to the First Day Declarations⁷ for a detailed discussion regarding the Debtor, its business, and the events leading to the filing of the Chapter 11 Case.

6. As described more fully in the Lam Declaration, the Debtor resorted to protection under chapter 11 of the Bankruptcy Code to reorganize its business, to expedite the resolution of certain declaratory and equitable claims that have dragged on in a state court litigation for more than three years (which the Debtor could not afford to continue to fund), to complete certain repairs, remediation, and construction of the Barclay Building, to complete the condominium approval process, and to satisfy all of its creditors, with the goal of full recovery under a plan of reorganization.

7. On August 24, 2020, the Debtor filed the *Emergency Motion Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 for Interim and Final Orders Authorizing the Debtor (I) to Obtain Post-Petition Credit Pursuant to 11 U.S.C. § 364(c) and (d); (II) to Utilize Cash Collateral and Grant Adequate Protection to Lender; (III) Modifying the Automatic Stay; (IV) Scheduling a Final Hearing Pursuant to Bankruptcy Rules 4001(b) and (c); and (V) Granting Related Relief* (ECF

⁷ A detailed description of the Debtor and its business, and the facts and circumstances supporting the Debtor’s Chapter 11 Case, are set forth in greater detail in the *Declaration of Lisa Lam in Support of Chapter 11 Petitions and First Day Motions* (the “Lam Declaration”) and the *Declaration of Daniel Scouler, Chief Restructuring Officer, in Support of Chapter 11 Petitions and First Day Motions* (the “Scouler Declaration”) and, together with the Lam Declaration, the “First Day Declarations”) filed contemporaneously with the Debtor’s voluntary petition for relief filed under the bankruptcy Code on the Petition Date.

No. 7) (the “Financing Motion”). On September 1, 2020, the Court entered the interim order approving the Financing Motion (ECF No. 33). On October 9, 2020, the Court entered the final order approving the Financing (ECF No. 52) (the “Final Order”).

8. On August 28, 2020, the Debtor filed the Notice of Removal of the action *Manuel Roel v. Joe Hsu et al.*, Index No. 709562/2017 (the “Shareholder Litigation”), which was previously pending in the Supreme Court of the State of New York, County of Queens, which led to the opening of the adversary proceeding. *See* Case No. 20-01102 (ECF No. 1); Case No. 20-43052 (ECF No. 27).

9. On September 21, 2020, the Debtor participated in the Section 341 Meeting of Creditors.

10. On September 25, 2020, the Bankruptcy Court entered an order (the “Herrick Retention Order”) granting the Debtor’s application to employ Herrick, Feinstein LLP as its general bankruptcy counsel (ECF No. 43). A copy of the Herrick Retention Order is attached hereto as **Exhibit F**.

11. On September 28, 2020, Manuel Roel filed the Motion of Plaintiff Manuel Roel, Individually and Derivatively, for (I) Remand of Certain Removed Causes of Action Pursuant to 28 U.S.C. § 1447(c) Based on Lack of Subject Matter Jurisdiction, (II) Abstention Pursuant to 28 U.S.C. §§ 1334(c)(1) and (c)(2), (III) Remand Under 28 U.S.C. § 1462(b), and (IV) Termination of the Automatic Stay Pursuant to 11 U.S.C. § 362(d)(1) to Permit the State Court Action to Continue After Remand (Case No. 20-01102, ECF No. 8) (the “Motion to Remand”).

12. On October 2, 2020, Manuel Roel filed the Motion to Dismiss Chapter 11 Case Pursuant to 11 U.S.C. § 1112(b) Based on Bad Faith Filing (the “Motion to Dismiss”) (ECF No. 48).

13. On November 16, 2020, the Debtor filed the Objection to Manuel Roel's Motion to Dismiss for Bad Faith the Chapter 11 Case Under 11 U.S.C. § 1112(b) (the "Objection to Motion to Dismiss") (ECF No. 60).

14. On November 16, 2020, RLCH filed the Objection to the Motion to Remand (Case No. 20-01102 (ECF No. 15)).

15. On November 19, 2020, the Debtor filed the Motion to Extend Exclusivity Period for Filing a Chapter 11 Plan and Disclosure Statement and to Solicit Acceptances Thereto Under 11 U.S.C. § 1121(d)(1) for Additional Ninety (90) Days (ECF No. 64) (the "Motion to Extend Exclusivity").

16. On December 22, 2020, the Court entered an order extending the Debtor's exclusivity and solicitation periods through and including January 20, 2021 and March 21, 2021, respectively (ECF No. 73) (the "Exclusivity Bridge Order").

17. On January 19, 2021, the Court entered an order extending the Debtor's exclusivity and solicitation periods through and including March 1, 2021 and April 30, 2021, respectively (ECF No. 81) (the "Second Exclusivity Bridge Order").

18. On March 5, 2021, the Debtor filed the Debtor's Motion for an Order Under Rules 9006(c) and 9019(a) of the Federal Rules of Bankruptcy Procedure Approving the Settlement Between the Tax Commission of the City of New York and the Debtor (ECF No. 94).

19. On March 11, 2021, the Court entered the Order Approving the Settlement Between the Tax Commission of the City of New York and the Debtor (ECF No. 102).

20. The Debtor engaged and facilitated numerous settlement negotiations with Manuel Roel and with all of the Debtor's other shareholders, and was able to successfully broker a global settlement agreement among all of the Debtor's shareholders, resolving a years-long litigation.

This settlement agreement created a global peace among the Debtor and its shareholders, and paved the way for the Debtor to resolve most of the outstanding issues in this chapter 11 case and to finalize its reorganization strategy. Thereafter, on March 26, 2021, the Debtor filed the Motion for Approval of Settlement Agreement (ECF No. 104) (the “Shareholder Settlement Agreement Motion”).

21. On April 20, 2021, the Court entered the Order Approving Settlement Agreement Under Rule 9019 of the Federal Rules of Bankruptcy Procedure (ECF No. 111) (the “Shareholder Settlement Order”).

22. On May 7, 2021, the Debtor filed the Notice of Dismissal of an Adversary Proceeding (Case No. 20-01102 (ECF No. 28)).

23. On May 21, 2021, the Debtor filed the Plan of Reorganization (ECF No. 122) (the “Plan”), the Disclosure Statement (ECF No. 123) (the “Disclosure Statement”), and the Debtor’s Motion for an Order (A) Approving the Disclosure Statement; (B) Establishing Solicitation, Voting, and Tabulation Procedures; (C) Scheduling a Confirmation Hearing; (D) Establishing Deadlines and Procedures for Filing Objections to Confirmation of the Plan; (E) Approving Form and Manner of Notice of the Confirmation; and (F) Granting Related Relief (ECF No. 124) (the “Motion for Approval of Disclosure Statement”).

24. On May 27, 2021, the defendant Manuel Roel filed the Notice of Withdrawal of Motion to Remand and/or to Abstain (Case No. 20-01102 (ECF No. 29)).

25. On June 15, 2021, the Court entered the Order Approving Disclosure Statement (ECF No. 133).

26. On July 2, 2021, the Debtor filed the Motion for Entry of (A) an Order (I) Approving Bid Procedures in Connection with the Sale of the Barclay Building, (II) Authorizing

Debtor to Enter Into a Stalking Horse Agreement and Approving Certain Bid Protections, (III) Scheduling an Auction for and Hearing to Approve Sale of Assets, (IV) Approving Notice of Auction and Hearing on Approval of Sale, and (V) Granting Related Relief; and (B) an Order (I) Approving the Sale of the Barclay Building Free and Clear of Liens, Claims, Rights, Encumbrances, and Other Interests, and (II) Granting Related Relief (ECF No. 143) (the “Bid Procedures Motion”).

27. On July 12, 2021, the Debtor commenced an adversary proceeding against Secoda Management, LLC (ECF No. 151). *See* Adversary Case No. 21-01058.

28. On July 13, 2021, the Court entered the Confirmation Order (ECF No. 156) (the “Confirmation Order”), confirming the Plan. There were no objections filed to confirmation of the Plan.

29. On August 2, 2021, the Court entered the Order (A) Approving Bid Procedures in Connection with the Sale of the Barclay Building, (B) Authorizing the Debtor to Enter into a Stalking Horse Agreement and Approving Certain Bid Protections, (C) Scheduling an Auction for and Hearing to Approve Sale of Assets, (D) Approving Notice of Auction and Hearing on Approval of Sale, and (E) Granting Related Relief (ECF No. 166) (the “Bid Procedures Order”).

**HERRICK’S REQUESTED COMPENSATION AND REIMBURSEMENT
SHOULD BE ALLOWED**

30. Section 330 of the Bankruptcy Code provides that a court may award a professional employed under section 327 of the Bankruptcy Code “reasonable compensation for actual necessary services rendered . . . and reimbursement for actual, necessary expenses.” 11 U.S.C. § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded . . . the court shall consider the nature, extent, and the value of such services, taking into account all relevant factors, including—

- (a) the time spent on such services;
- (b) the rates charged for such services;
- (c) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (d) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (e) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (f) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

31. As set forth below, Herrick respectfully submits that the services for which it seeks compensation in this Fee Application were, at the time rendered, beneficial to the Debtor and its estate, and necessary to protect and preserve the Debtor's estate for the benefit of its creditors. Herrick further respectfully submits that it performed the services for the Debtor economically, effectively, and efficiently, and the results obtained benefited the Debtor's estate. Herrick further asserts that the compensation requested herein is reasonable in light of the nature, extent, and value of such services to the Debtor, its estate, creditors, and all parties in interest.

32. Moreover, Herrick's hourly rates are set at a level designed to compensate Herrick fairly for the work of its attorneys and paraprofessionals, and to cover certain fixed and routine expenses. Herrick has provided a discounted hourly rate specifically for the Debtor. Further, hourly rates vary with the experience and seniority of the individuals, are subject to periodic adjustments to reflect economic and other conditions, and are consistent with the rates charged elsewhere.

**SERVICES RENDERED BY
HERRICK DURING THE COMPENSATION PERIOD**

33. This is Herrick's second application for an allowance of compensation and reimbursement of expenses pursuant to section 330 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the Guidelines.

34. During the Compensation Period, Herrick rendered significant professional services to the Debtor solely in connection with the Chapter 11 Case and on behalf of the Debtor in accordance with Herrick's professional responsibilities. The services performed were necessary to the administration of the Chapter 11 Case and were beneficial at the time at which the services were rendered. All services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the issue or task addressed.

35. Herrick has maintained contemporaneous records of the time expended for the professional services performed in connection with the proceedings and of the expenses incurred in rendering its services on behalf of the Debtor. Such records are maintained in the ordinary course of Herrick's business. Herrick's time records are recorded by project categories based upon the suggested project categories contained in the Guidelines and provide a detailed description of the services rendered during the Compensation Period.

36. As such, Herrick submits that the compensation sought herein is reasonable within the meaning of sections 330 and 331 of the Bankruptcy Code.

37. As set forth in the Fee Application cover sheet submitted herewith, Herrick rendered a total of 442 hours of professional services during the Compensation Period, for which it seeks compensation of \$218,321.50. Herrick also incurred \$2,893.31 in out-of-pocket expenses which were "actual, necessary expenses" in connection with rendering the professional services described herein. The Fee Application cover sheet also includes: (i) a chart summarizing the

amount of time spent by each individual performing services on behalf of the Debtor during the Compensation Period and the hourly rate of each professional, and (ii) a chart summarizing disbursements, divided by category and amount, incurred by Herrick on behalf of the Debtor during the Compensation Period.

38. To apprise the Court of the legal services rendered during the Compensation Period, Herrick sets forth the following summary. The summary is intended only to highlight the categories of services performed by Herrick on behalf of the Debtor. The exact detail of the services performed is attached as **Exhibit C**. The below description does not include summaries for certain task codes for which a *de minimis* amount of time (*i.e.*, 5 hours or less) was billed during the Compensation Period.

- A. **Case Administration (B110)**: This category relates to services performed in connection with coordination and compliance activities, and general administration of these cases not covered by another category herein. During the Compensation Period, Herrick, among other things: (i) drafted and served notices for a variety of matters; (ii) conferred internally and externally regarding case administration issues; (iii) attended to various calendaring matters; (iv) prepared monthly operating reports; and (v) coordinated, prepared for, and attended status conferences and other hearings.

Fees: \$14,949.50; Hours: 38.1

- B. **Asset Disposition (B130)**: This category relates to services performed in connection with disposition of the Debtor's assets, including, primarily, the sale of the Barclay Building. During the Compensation Period, Herrick, among other things: (i) liaised with potential purchasers of the Barclay Building; (ii) considered marketing strategies and professionals for the Barclay Building; (iii) reviewed letters of interest and expressions of interest from potential purchasers of the Barclay Building; (iv) analyzed corporate formalities with respect to sale of the Barclay Building; (v) communicated with shareholders about a potential sale of the Barclay Building; (vi) drafted sale and auction procedures relating to a potential sale of the Barclay Building; (vii) drafted a bidding procedures and sale motion for a sale of the Barclay Building; and (viii) worked with Debtor's board to determine timeline and select broker for sale of the Barclay Building.

Fees: \$14,549.50; Hours: 22.8

- C. **Fee/Employment Application (B160)**: This category relates to services performed in connection with preparing employment and fee applications for Herrick and other professionals retained by the estates. With respect to this category, Herrick, among other things: (i) finalized Herrick's first interim fee application; (ii) prepared Herrick's second interim fee application; (iii) prepared monthly reports for the Chief Restructuring Officer; (iv) addressed questions from the U.S. Trustee regarding certain fees; (v) assisted and counseled the Debtor's board with respect to broker retention; and (vi) prepared Marcus & Pollack's retention application.

Fees: \$17,397.50; Hours: 22.8

- D. **Contested Matters (excl. assumption/rejection) (B190)**: This category relates to services performed in connection with certain contested matters. With respect to this category, Herrick, among other things: (i) drafted an order approving the 9019 motion with respect to the Debtor's settlement with Roel and other shareholders; (ii) attended a hearing on the 9019 motion; and (iii) facilitated dismissal of the Shareholder Litigation.

Fees: \$6,371.50; Hours: 12.6

- E. **Business Operations (B210)**: This category relates to work done in connection with issues related to the Debtor operating in chapter 11, such as construction issues, utilities issues, and other similar problems. During the Compensation Period, Herrick worked with the Debtor's management to, among other things: (i) resolve issues relating to remediation; (ii) resolve issues related to utility services; and (iii) attend to matters regarding the Debtor's insurance coverage.

Fees: \$3,966.00; Hours: 7.4

- F. **Financing/Cash Collections (B230)**: This category relates to services performed in connection with matters under sections 363 and 364 of the Bankruptcy Code. Herrick (i) worked with the Debtor's CRO on budget modifications; (ii) analyzed the need for further budget revisions, further financing, or revisions to current financing; (iii) conferred with the Debtor's lender regarding revisions to budget; and (iv) drafted a notice of amended budget.

Fees: \$6,621.50; Hours: 13.6

- G. **Tax Issues (B240)**: This category relates to services performed in connection with analysis of tax issues and preparation of federal and state tax returns. Herrick (i) analyzed a tax abatement settlement from the New York City Tax Commission; and (ii) worked to get approval of the tax abatement settlement on an expedited basis from the Bankruptcy Court.

Fees: \$18,048.50; Hours: 37.7

- H. **Board of Director Matters (B260)**: During the Compensation Period, Herrick (i) regularly conferred with members of the Board and the CRO regarding strategy

with respect to settlement, remediation, and restructuring; (ii) assisted the Board with and presented at a special meeting of shareholders relating to potential sale of the Barclay Building; and (iii) drafted certain board resolutions.

Fees: \$27,475.50; Hours: 49.8

- I. **Plan and Disclosure Statement (B320)**: This category relates to services performed in connection with analyzing the Debtor's reorganization options and strategy and drafting and revising the Debtor's plan of reorganization. During the Compensation Period, Herrick (i) worked with the Debtor's Board and the Debtor's CRO to evaluate the Debtor's reorganization options, strategy, and goals that needed to be achieved through a chapter 11 plan; (ii) evaluated and recommended a number of strategies for consideration by the Board and the CRO, including a sale of the Barclay Building versus working towards remediation and approval of a condominium offering plan; (iii) drafted and revised numerous versions of the Debtor's chapter 11 plan and related documentation to reflect and implement the Debtor's reorganization strategies; (iv) updated and revised the Debtor's disclosure statement to provide the Debtor's creditors and shareholders with the necessary information; (v) updated and revised the Debtor's initial motion for an approval of the disclosure statement and related forms, including ballots for potential voting and non-voting classes and notices related to the reorganization; (vi) worked with the Debtor's CRO on a liquidation analysis; (vii) conferred with the Debtor's constituents regarding development of a consensual plan; and (viii) drafted a stipulation to retain the Debtor's exclusivity period.

Fees: \$66,266.00; Hours: 137.6

- J. **Litigation (19275-0008)**: This category relates to services performed in connection with the Shareholder Litigation. Herrick attorneys, among other things: (i) negotiated the settlement agreement resolving global issues among all shareholders; (ii) drafted the settlement agreement; (iii) conferred with other parties to settlement agreement regarding comments and revisions to settlement agreement; and (iv) drafted the Shareholder Settlement Agreement Motion and documents relating to same.

Fees: \$41,551.00; Hours: 79.2

DISBURSEMENTS

39. Herrick has disbursed \$2,893.31 in expenses incurred in providing professional services during the Compensation Period. These expenses do not exceed the maximum rate set by the Guidelines. These charges are intended to cover Herrick's costs, which costs are not incorporated into Herrick's hourly fees.

40. All of the disbursements were necessarily incurred and reasonable in amount. If the Court requests, the documentation substantiating these expenses will be made available.

41. In sum, Herrick respectfully submits that the professional services provided by the Firm on behalf of the Debtor and its estate during the Chapter 11 Case were necessary and appropriate given the complexity of the Chapter 11 Case, the time expended by Herrick, the nature and extent of Herrick's services provided, the value of Herrick's services to the estate, and the cost of comparable services outside of bankruptcy, all of which are relevant factors set forth in section 330 of the Bankruptcy Code. Accordingly, Herrick respectfully submits that approval of the compensation sought herein is warranted under the circumstances.

NOTICE

42. Notice of this Fee Application shall be given to: (i) the Debtor's President, Ms. Lisa Lam, via e-mail, at lisalam0921@gmail.com, the Debtor's Vice President, Steven Cheung, via e-mail, at scheung08@gmail.com, and the Debtor's CRO, Mr. Dan Scouler, via e-mail at dscouler@scoulerkk.com; (ii) the Office of the United States Trustee for the Eastern District of New York, 201 Varick Street, Suite 1006, New York, NY 10014, Attention: Jeremy S. Sussman, Esq. and via e-mail at Jeremy.S.Sussman@usdoj.gov; (iii) the lender, Maxim Credit Group, LLC, 600 Madison Avenue, Suite 1700, New York, New York 10022 and the Lender's counsel: Allan Mendelsohn, Esq., Allan B. Mendelsohn, LLP, 38 New St., Huntington, NY 11743-3463 and via e-mail at amendelsohn@amendelsohnlaw.com and Eric Sadkin, Esq., Mavrides, Moyal, Packman & Sadkin, 276 Fifth Avenue, Suite 404, New York, NY 10001 and via e-mail at ESadkin@mmmps.com; and (iv) all parties who formally appeared and requested notice and service in this Chapter 11 Case.

43. No previous request for the relief sought herein has been made by the Debtor to this or any other court.

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WHEREFORE, Herrick respectfully requests that the Court enter an Order (i) awarding Herrick compensation for services provided during the Compensation Period in the amount of \$218,321.50 and reimbursement of actual, reasonable and necessary expenses incurred during the Compensation Period in the amount of \$2,893.31; (ii) authorizing and directing the Debtor to remit payment to Herrick for such fees and expenses; and (iii) granting such further relief as the Court deems just and equitable.

Dated: October 8, 2021
New York, New York

Respectfully submitted,

HERRICK, FEINSTEIN LLP

By: /s/ Stephen B. Selbst
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Rachel H. Ginzburg
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Attorneys for the Debtor and Debtor in Possession

EXHIBIT A
(SERVICES BY PROFESSIONAL)

Name of Professional	Position	Department	Year Admitted	Hourly Rate (\$)	Total Hours Billed	Total Compensation (\$)
Stephen B. Selbst	Partner	Restructuring & Bankruptcy	1984	715.00	70.9	50,693.50
Liliana Chang	Partner	Corporate	2011	565.00	43.6	24,634.00
Janice Goldberg	Partner	Litigation	2007	565.00	38.3	21,639.50
George V. Utlik	Counsel	Restructuring & Bankruptcy	2008	525.00	118.7	62,317.50
Rachel H. Ginzburg	Associate	Restructuring & Bankruptcy	2017	370.00	119.8	44,326.00
Douglas Kopf	Managing Attorney	Managing Attorney	2016	300.00	0.8	240.00
Larisa Poretsky	Paralegal	Restructuring & Bankruptcy		290.00	49.0	14,471.00

EXHIBIT B

(SUMMARY BY PROJECT CATEGORY)

Task Code	Total Hours Billed	Total Amount (\$)
Case Administration - B110	38.1	14,949.50
Asset Analysis and Recovery - B120	0.3	157.50
Asse Disposition- B130	22.8	14,549.50
Meetings of and Communications with Creditors - B150	0.1	37.00
Fee/Employment Applications - B160	40.9	17,397.50
Contested Matters (excl. assumption/rejection) - B190	12.6	6,371.50
Business Operations - B210	7.4	3,966.00
Financing/Cash Collections - B230	13.6	6,621.50
Tax Issues – B240	37.7	18,048.50
Real Estate – B250	0.3	214.50
Board of Directors Matters - B260	49.8	27,475.50
Claims Administration and Objection - B310	1.6	716.00
Plan and Disclosure Statement (incl. Business Plan) - B320	137.6	66,266.00
Litigation - 19275-0008	79.2	41,551.00
Total	442.0	218,321.50¹

¹ Herrick voluntarily reduced its fees in the amount of \$105,799.50 before filing this Application.

EXHIBIT C

(DETAILED TIME RECORDS)


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LEGAL SERVICES RENDERED:

<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
03/01/21	L. Chang	B110	Call with Janice relating to motion and follow up questions.	0.20
03/01/21	L. Chang	B320	Call with client re condo plan and timeline.	0.40
03/01/21	L. Chang	B320	Call Dan Scouler to discuss condo plan approval timeline.	0.20
03/01/21	L. Chang	B320	Call Janice Goldberg to discuss condo plan approval timeline.	0.30
03/01/21	J. Goldberg	B320	T/C with L. Chang re: tax issues and condo plan timeline.	0.20
03/01/21	S. Selbst	B130	Telephone conference with L Chang re board position on purchase offer.	0.30
03/01/21	S. Selbst	B110	Email to Herrick team re open items to be worked on.	0.50
03/01/21	G. Utlik	B210	Confer with Dan Scouler to prepare for the upcoming court hearing, remediation, budget, and related issues.	0.40
03/01/21	R. Ginzburg	B240	Review e-mails regarding tax considerations brought up by court.	0.10
03/01/21	L. Poretsky	B320	Draft, revise and finalize third bridge order to extend exclusivity to file plan and to solicit votes and circulate to the team for review	1.00
03/01/21	L. Poretsky	B110	Review dockets in both cases re adjourned hearing and calendar accordingly	0.10
03/01/21	L. Poretsky	B110	Review bankruptcy rules re 9019 motion notice, calculate and calendar deadline for filing and serving 9019 Settlement Motion	0.10
03/02/21	L. Chang	B320	Conference call with condo counsel, Dan Scouler and client re condo timeline.	0.60
03/02/21	L. Chang	B320	Call with client regarding condo plan.	0.20
03/02/21	R. Ginzburg	B240	Review and respond to President's e-mail regarding tax abatement settlement.	0.20
03/03/21	L. Chang	B240	Call with George Utlik relating to tax credit due to the company and required bankruptcy filings.	0.20
03/03/21	S. Selbst	B240	Discuss tax abatement issues with G Utlik and L Chang.	0.40
03/03/21	G. Utlik	B230	Confer with Liliana Chang regarding case status, settlement, budget, and confirmation issues.	0.30
03/03/21	G. Utlik	B240	Confer with Jeremy Sussman regarding the tax settlement and related issues.	0.20
03/03/21	G. Utlik	B240	Confer with Marcus & Pollack regarding the NYC Tax Commission's settlement offer and process for bankruptcy court's approval.	0.40
03/03/21	G. Utlik	B240	Contact Chambers regarding the NYC Tax Settlement	0.10


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			and request for an emergency hearing for approval of the settlement.	
03/03/21	G. Utlik	B240	Analyze documentation received from Glenn Borin regarding RLCH's settlement with the NYC Tax Commission.	0.80
03/03/21	R. Ginzburg	B110	Review updated January bill.	0.00
03/03/21	R. Ginzburg	B310	E-mail to attorney who filed KONE proof of claim to set up time to discuss.	0.30
03/03/21	R. Ginzburg	B310	Call with KONE attorney (0.1), e-mail to G. Utlik re same (0.1), call with Debtor's President regarding same (0.1), e-mail to KONE attorney regarding L. Lam's contact information (0.1).	0.40
03/04/21	S. Selbst	B240	Telephone conference with R Ginzburg re motion to approve tax abatement.	0.30
03/04/21	G. Utlik	B240	Communications with Glenn Borin regarding the Tax Commission offer and agreement to extend the deadline beyond March 5.	0.40
03/04/21	G. Utlik	B240	Confer with Judge Grossman regarding relief RLCH will seek on an emergency basis regarding the Tax Commission's offer.	0.40
03/04/21	R. Ginzburg	B240	Draft 9019 motion with respect to Tax Commission offer.	4.80
03/04/21	R. Ginzburg	B260	Bi-weekly call with Debtor's board to discuss tax refund, remediation, and budget.	0.50
03/04/21	L. Poretsky	B240	Draft and revise 9019 Motion to Approve Settlement with NYC Department of Taxation and proposed order	0.80
03/04/21	L. Poretsky	B240	Review and analyze documents received in connection with the settlement with the NYC Tax Commission reducing RLCH tax liability	0.30
03/04/21	L. Poretsky	B240	Retrieve and analyze tax certiorari petitions for 2019 and 2020 filed in the state court and circulate and discuss with the team	0.20
03/04/21	L. Poretsky	B240	Conference with G. Utlik to discuss facts of 9019 motion	0.40
03/04/21	L. Poretsky	B110	Conference with Managing attorney re filing instructions	0.20
03/04/21	L. Poretsky	B110	Analyze local rules re form and filing of the motion to limit time for notice	0.20
03/05/21	J. Goldberg	B240	Review proposed settlement with City of New York as to 2019-2020 property tax assessment against Barclay property.	0.50
03/05/21	J. Goldberg	B240	Email correspondence with R. Werth, S. Markowitz re: property tax settlement.	0.20
03/05/21	J. Goldberg	B240	Email correspondence with L. Chang, G. Utlik re: potential use of tax refund monies.	0.20
03/05/21	S. Selbst	B240	Review and revise motion to approve property tax	0.80


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			settlement.	
03/05/21	G. Utlik	B240	Draft email update to Lisa Lam and Steven Cheung regarding filed motion papers for the settlement with the NYC Tax Commission.	0.30
03/05/21	G. Utlik	B240	Draft motion to reduce time for a hearing on the 9019 motion.	2.60
03/05/21	G. Utlik	B240	Draft Affirmation of George Utlik regarding motion for approval of the settlement with NYC Tax Committee under Bankruptcy Rule 9019.	1.90
03/05/21	G. Utlik	B240	Draft motion for approval of the settlement with NYC Tax Committee under Bankruptcy Rule 9019.	4.20
03/05/21	G. Utlik	B240	Draft email to counsel for the US trustee, Roel and Hsus regarding Emergency 9019 Motion for approval of the Settlement with the NYC Tax Commission.	0.60
03/05/21	G. Utlik	B240	Draft proposed order approving emergency 9019 motion for approval of the settlement with the NYC Tax Commission.	0.50
03/05/21	R. Ginzburg	B240	Draft declaration in support of motion to shorten time for 9019 motion regarding tax settlement.	0.50
03/05/21	R. Ginzburg	B240	Review and revise motion to shorten time for 9019 motion for tax settlement.	0.20
03/05/21	R. Ginzburg	B240	Confer with G. Utlik regarding motion to shorten time and 9019 motion in support of tax settlement.	0.50
03/05/21	R. Ginzburg	B110	Confer with G. Utlik regarding 9019 motion to approve tax commission settlement.	0.00
03/05/21	R. Ginzburg	B160	Review and analyze cases regarding ordinary course professionals.	0.00
03/05/21	L. Poretsky	B240	Assist team to prepare and finalize 9019 Motion to approve settlement and motion to shorten time to notice.	0.60
03/05/21	L. Poretsky	B240	Revise, finalize, e-file and serve upon all parties Motion Approving the Settlement Between the Tax Commission of the City of New York and The Debtor	1.30
03/05/21	L. Poretsky	B240	Revise, finalize, e-file and serve upon all parties Affidavit in Support of Motion Shortening Time for Notice of the Hearing Motion Approving the Settlement	1.20
03/07/21	L. Chang	B240	Review loan documents to determine permitted use of tax settlement proceeds.	0.30
03/08/21	L. Chang	B240	Update team on tax refund and settlement, sale of property, and discussions between client and plaintiff.	0.30
03/08/21	S. Selbst	B240	Review revised motion to approve real estate taxes and comments of counsel.	0.40
03/08/21	S. Selbst	B240	Review revised schedule for hearing to approve tax	0.10


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			settlement.	
03/08/21	G. Utlik	B240	Communications with Jeremy Sussman, counsel for the US trustee, and Herrick's team regarding tax settlement and 327(e) retention for Marcus & Pollack.	0.30
03/08/21	G. Utlik	B240	Draft email to President Henn regarding RLCH's bankruptcy and upcoming hearing on the 9019 motion and settlement with the Tax Commission.	0.60
03/08/21	G. Utlik	B240	Communications with Glenn Borin and Joel Marcus regarding status update and Frances J. Henn, President of the New York City Tax Commission.	0.30
03/08/21	G. Utlik	B240	Draft update to Glenn Borin, Joel Marcus, Susan Huckins and Natalia Bodnar regarding RLCH's 9019 motion for approval of the settlement.	0.40
03/08/21	G. Utlik	B240	Draft email to Jeremy Sussman, counsel for the US trustee, regarding RLCH's 9019 motion for approval of the settlement and issues.	0.40
03/08/21	G. Utlik	B240	Prepare for and confer with Judge Grossman's law clerk regarding RLCH's 9019 emergency motion for approval of the settlement with the NYC Tax Commission.	0.40
03/08/21	R. Ginzburg	B240	Review e-mail from United States Trustee regarding retention of Marcus & Pollack.	0.10
03/08/21	R. Ginzburg	B320	Review third bridge order regarding exclusivity and send to G. Utlik.	0.10
03/08/21	L. Poretsky	B110	Prepare and upload proposed third Order Extending the Debtor's Exclusive Periods to File a Chapter 11 Plan and Solicit Acceptances	0.40
03/08/21	L. Poretsky	B110	Follow up with Chambers on status of the order re emergency 9019 motion	0.10
03/08/21	L. Poretsky	B110	Obtain and review court Order Reducing the Time for Notice of the Hearing to Consider the 9019 Settlement Motion for service instructions	0.40
03/08/21	L. Poretsky	B110	Serve Order Reducing the Time for Notice of the Hearing to Consider the 9019 Settlement Motion and underling motion upon all parties per order instructions	0.30
03/08/21	L. Poretsky	B110	Calendar hearing on 9019 Settlement Motion and circulate to the team	0.30
03/09/21	S. Selbst	B240	Read emails from counsel re approval of tax abatement motion.	0.40
03/09/21	G. Utlik	B110	Communications with Liliana Chang, Rachel Ginzburg regarding status, pending projects, revisions to the budget and strategy.	0.30
03/09/21	G. Utlik	B240	Review and revise Utlik Certification and Affidavit of Service regarding Tax Commissioner's settlement.	0.60

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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
03/09/21	G. Utlik	B240	Confer with Robert Werth regarding RLCH's tax settlement, consent to the relief requested, and no appearances at the hearing.	0.10
03/09/21	R. Ginzburg	B160	Conference call with team to discuss fee application.	0.00
03/09/21	R. Ginzburg	B160	Review and respond to inquiries regarding fee application.	0.00
03/09/21	R. Ginzburg	B160	Review correspondence regarding remaining credits and send e-mail to G. Utlik regarding disclosure and usage of same.	0.00
03/09/21	R. Ginzburg	B160	Review February time entries for compliance with US Trustee guidelines.	0.00
03/09/21	L. Poretsky	B110	Analyze court orders re deadlines and calendar accordingly	0.30
03/09/21	L. Poretsky	B110	Draft, revise and finalize affidavit of service of documents filed on March 5th and 8th and circulate for review	0.50
03/09/21	L. Poretsky	B110	Draft, revise and finalize G. Utlik's certificate of service of documents filed on March 8th upon tax commission and tax lawyers and circulate for review	0.50
03/10/21	L. Chang	B320	Review and address budget issues.	0.20
03/10/21	L. Chang	B320	Follow up on condo timing questions.	0.10
03/10/21	J. Goldberg	B230	Attention to email correspondence with L. Chang, G. Utlik re: budget.	0.10
03/10/21	J. Goldberg	B320	Attention to email correspondence with L. Chang re: condo plan submission and remediation and timing in context of Debtor reorganization plan.	0.10
03/10/21	S. Selbst	B160	Review and comment on Marcus and Pollak application to be retained.	0.40
03/10/21	S. Selbst	B240	Update from G Utlik re motion to approve real estate tax settlement.	0.20
03/10/21	S. Selbst	B260	Discuss status of L Lam on board of directors with L Chang.	0.20
03/10/21	G. Utlik	B240	Attend court hearing before Judge Grossman on the 9019 motion for approval of the settlement with the NYC Commission.	0.90
03/10/21	G. Utlik	B240	Outline talking points and prepare for the court hearing before Judge Grossman regarding RLCH's 9019 motion for approval of the settlement with the NYC Tax Commission.	0.70
03/10/21	G. Utlik	B230	Analyze RLCH's budget needs and confer with Liliana Chang and Dan Scouler regarding budget for operations and confirmation purposes and upcoming discussions with Maxim regarding the DIP facility.	0.50


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
03/10/21	G. Utlik	B240	Communications with Frances Henn, President of the Tax Commission, and Glenn Borin of Marcus & Pollack regarding the court's approval of the settlement and next steps.	0.40
03/10/21	G. Utlik	B240	Review and revise proposed order approving the 9019 motion regarding the settlement agreement with the NYC Tax Commission.	0.20
03/10/21	G. Utlik	B160	Analyze issues regarding retention of Marcus & Pollack LLP as special counsel for RLCH, Inc. and confer with Larisa Poretsky and Rachel Ginzburg regarding same.	0.40
03/10/21	R. Ginzburg	B230	Review e-mails regarding updated budget items and revised budget.	0.10
03/10/21	R. Ginzburg	B160	Review e-mail regarding retention of Marcus & Pollack and respond to same.	0.20
03/10/21	R. Ginzburg	B240	Attend court hearing about 9019 for tax settlement.	0.90
03/10/21	R. Ginzburg	B240	Prepare order approving 9019 motion regarding tax settlement.	0.30
03/10/21	R. Ginzburg	B160	Review February time entries for compliance with US Trustee guidelines.	0.00
03/11/21	L. Chang	B210	Review resolutions to determine if bylaws have been amended.	0.40
03/11/21	S. Selbst	B230	Analysis of revised budget in light of Roel settlement.	0.50
03/11/21	S. Selbst	B210	Discuss status of bids on remediation of Barclay Building with L Chang and L Lam.	0.30
03/11/21	G. Utlik	B260	Prepare for and attend call with the Board, CRO and Rachel Ginzburg.	0.60
03/11/21	G. Utlik	B240	Analyze filed Tax Commission acceptances and notice of settlement offer.	0.90
03/11/21	G. Utlik	B240	Confer with Marcus and Pollack LLP regarding Tax Commission acceptances.	0.40
03/11/21	G. Utlik	B240	Review Court's order approving settlement and emails with Frances Henn and Glenn Borin.	0.30
03/11/21	G. Utlik	B240	Review retainer for 144-69 Barclay tax certiorari and confer with Dan Scouler and Glenn Borin regarding same.	0.20
03/11/21	G. Utlik	B240	Analyze and respond to inquiries from Dan Scouler regarding budget projections and tax issues.	0.40
03/11/21	G. Utlik	B160	Analyze and address issues regarding retention of Marcus & Pollack LLP.	0.30
03/11/21	R. Ginzburg	B160	Confer with G. Utlik regarding retention application for Marcus & Pollack.	0.10
03/11/21	L. Poretsky	B160	Review and analyze rules regarding 327(e) retention	0.70


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
03/12/21	S. Selbst	B230	Discuss budget changes with L Chang and G Utlik.	0.30
03/12/21	G. Utlik	B310	Analyze claims registers, Kone's amended proof of claim and confer with Dan Scouler regarding same.	0.30
03/12/21	G. Utlik	B230	Review updated budget and confer with Dan Scouler regarding same.	0.40
03/12/21	G. Utlik	B240	Analyze communications and summaries from Glenn Borin regarding City's taxes and settlement.	0.60
03/12/21	R. Ginzburg	B110	Prepare template for February MOR and send to board.	0.30
03/12/21	L. Poretsky	B110	Analyze EDNY bankruptcy local rules, EDNY local rules, and Judge Grossman's rules related to the format of the motions	0.40
03/15/21	L. Chang	B210	Draft resolutions to appoint officers.	0.10
03/15/21	S. Selbst	B130	Telephone conference with L Chang re potential buyer contact with condo counsel.	0.40
03/15/21	G. Utlik	B190	Analyze and respond to inquiries from Robert Werth and confer with Janice Goldberg regarding same.	0.40
03/15/21	G. Utlik	B230	Analyze, comment and revise proposed budget.	1.20
03/15/21	G. Utlik	B230	Confer with Dan Scouler and Liliana Chang regarding budget, settlement issues, tax refund, and related issues.	0.50
03/15/21	R. Ginzburg	B110	Confer with G. Utlik regarding status updates on 9019 motion and fee application.	0.10
03/15/21	R. Ginzburg	B160	Review G. Utlik's comments to fee application.	0.20
03/15/21	R. Ginzburg	B260	Set up call with Debtor's board to discuss scheduling call with Maxim.	0.00
03/15/21	R. Ginzburg	B160	Confer with G. Utlik regarding revisions to fee application.	0.00
03/16/21	L. Chang	B130	Call with Janice and Selbst regarding marketing property and next steps.	0.10
03/16/21	L. Chang	B230	Call with client and Dan Scouler re budget.	0.60
03/16/21	S. Selbst	B160	Review and revise fee application and respond to L Chang questions re same.	0.40
03/16/21	G. Utlik	B160	Review and revise Herrick's first interim fee application.	0.40
03/16/21	G. Utlik	B230	Attend conference call with Lisa Lam, Dan Scouler and Herick's team regarding the post-petition DIP financing and construction budget in advance of a call with Maxim.	0.60
03/16/21	G. Utlik	B230	Review budget and outline talking points to prepare for a call with Lisa Lam and Dan Scouler regarding the amended DIP budget.	0.20
03/16/21	R. Ginzburg	B210	Follow up with KONE's attorney regarding resolving issue.	0.10


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
03/16/21	R. Ginzburg	B160	Revise Herrick first interim fee application and send to G. Utlik for review.	0.00
03/16/21	R. Ginzburg	B160	Further revise fee application.	0.00
03/16/21	R. Ginzburg	B110	Review and revise notice and order for 9019 motion.	0.30
03/16/21	R. Ginzburg	B230	Confer with G. Utlik, L. Chang, the Debtor's CRO, and the Debtor's president regarding budget and call with Maxim.	0.60
03/16/21	L. Poretsky	B160	Proofread, revise and finalize motion to employ/fees Marcus & Pollack	1.30
03/16/21	L. Poretsky	B160	Draft, revise and finalize notice of motion to employ/fees Marcus & Pollack	0.50
03/16/21	L. Poretsky	B160	Draft, revise and finalize proposed order on motion to employ/fees Marcus & Pollack	0.40
03/17/21	G. Utlik	B230	Analyze revised budget and confer with Dan Scouler and Lisa Lam regarding same.	0.40
03/17/21	R. Ginzburg	B230	Review revised budget.	0.10
03/17/21	R. Ginzburg	B230	Review numerous e-mails regarding budget and Maxim loan and send calendar invite for call with Maxim.	0.40
03/18/21	L. Chang	B130	Call with client, condo counsel and brokers re marketing of building.	0.60
03/19/21	S. Selbst	B130	Email G Utlik re expression of interest in Barclay Building.	0.20
03/19/21	G. Utlik	B320	Follow up regarding the debtor's strategy, options for sale of the building and confer with Herrick's team regarding same.	0.30
03/19/21	R. Ginzburg	B160	Revise fee application in accordance with S. Selbst's comments.	0.00
03/22/21	L. Chang	B230	Conference call with client, CRO, Maxim and bankruptcy team to discuss budget.	0.50
03/22/21	G. Utlik	B230	Attend conference call with the secured lender's team, Herick's team, Lisa Lam and Dan Scouler regarding the budget and case status.	0.50
03/22/21	G. Utlik	B110	Analyze RLCH's monthly operating report for February.	0.20
03/22/21	R. Ginzburg	B230	Circulate revised budget to Maxim in advance of call.	0.10
03/22/21	R. Ginzburg	B110	Prepare February MOR for filing and send to President of the Debtor for sign-off.	0.50
03/22/21	R. Ginzburg	B230	Participate in telephone conference with Maxim regarding budget and next steps moving forward.	0.60
03/23/21	L. Chang	B130	Call with Janice and Selbst re potential sale.	0.20
03/23/21	L. Chang	B130	Call with client and Janice re: potential sale of building.	0.30
03/23/21	S. Selbst	B130	Telephone conference with J Goldberg and L Chang re status of offers to purchase Barclay Building and	0.40


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			connection with settlement.	
03/23/21	S. Selbst	B320	Discuss need to file plan and disclosure statement with G Utlik.	0.20
03/23/21	G. Utlik	B110	Review RLCH's MOR for the filing.	0.10
03/23/21	R. Ginzburg	B110	Finalize February MOR for filing.	0.10
03/23/21	L. Poretsky	B110	Prepare February 2021 Operating report for filing and e-file on a docket	0.50
03/23/21	L. Poretsky	B110	Analyze docket for recent appearances., update service list and serve accordingly upon all parties	0.60
03/25/21	S. Selbst	B130	Conference call with L Chang and J Goldberg re offers for Barclay Building and review offer letter.	0.50
03/25/21	G. Utlik	B260	Attend call with the Board of Directors regarding the debtor's operations, settlement progress, and case status.	0.50
03/25/21	G. Utlik	B260	Prepare for a call with the Board of Directors and the CRO regarding the debtor's operations, settlement progress, and case status.	0.20
03/25/21	G. Utlik	B110	Confer with Rachel Ginzburg regarding case status, preparation of 9019 motion, plan and disclosure statement, Herrick's fee applications, and other issues.	0.20
03/25/21	R. Ginzburg	B260	Call with board of directors to discuss updates on remediation, insurance, and settlement negotiations.	0.50
03/26/21	L. Chang	B130	Call with bankruptcy team re LOIs.	0.20
03/26/21	L. Chang	B130	Call with client re 363 sale.	0.50
03/26/21	S. Selbst	B130	Memo analyzing problems with letter of intent for directors to consider.	0.30
03/26/21	S. Selbst	B130	Conf call with Herrick team re letters of intent on Barclay Building.	0.40
03/26/21	S. Selbst	B130	Conference call with Herrick team and RLCH directors re letters of intent on Barclay Building.	0.60
03/26/21	S. Selbst	B320	Work on revisions to plan and disclosure statement.	0.30
03/26/21	R. Ginzburg	B110	Draft notice for first interim fee application (0.4) and instruct L. Poretsky regarding filing for same (0.1).	0.50
03/26/21	R. Ginzburg	B160	Work with L. Poretsky to finalize and file first interim fee application.	0.00
03/26/21	R. Ginzburg	B160	Send first interim fee application to board.	0.00
03/26/21	R. Ginzburg	B130	Set up call with board to discuss letters of interest.	0.00
03/26/21	R. Ginzburg	B130	Call with board to discuss letters of interest.	0.50
03/26/21	R. Ginzburg	B110	Confer with L. Poretsky regarding filings and service for fee application and 9019.	0.30
03/26/21	R. Ginzburg	B160	Revise first interim fee application in accordance with comments from G. Utlik..	0.00


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
03/26/21	R. Ginzburg	B130	Review letter of interest received by board and set up call to discuss same.	0.20
03/26/21	R. Ginzburg	B130	Call with S. Selbst, L. Chang, and J. Goldberg to discuss letters of interest received.	0.20
03/26/21	L. Poretsky	B160	Confer with the team to strategise re filing motion to shorten time	0.40
03/26/21	L. Poretsky	B160	Revise, assemble, redact, finalize Herrick fee application, e-file and serve upon all notice parties via e-mail	2.00
03/29/21	L. Chang	B130	Review bylaws to determine consent to sell building.	0.20
03/29/21	L. Chang	B130	Review NY business corporate law to determine consent to sell building.	0.20
03/29/21	J. Goldberg	B130	Email correspondence to shareholder counsel re: offer letters for Barclay Building.	0.20
03/29/21	S. Selbst	B130	Telephone conference with J Goldberg and L Chang re potential sale of Barclay Building and Roel position on sale.	0.50
03/29/21	S. Selbst	B320	Review and revise plan of reorganization and provide comments to G Utlik and R Ginzburg.	1.40
03/29/21	G. Utlik	B110	Confer with Rachel Ginzburg regarding case status, monthly operating reports, notice regarding amended budget and related issues.	0.40
03/29/21	G. Utlik	B160	Confer with Jeremy Sussman, counsel for the US trustee, regarding filed motion and fee application.	0.10
03/29/21	R. Ginzburg	B160	Review e-mail from US Trustee regarding holdback.	0.10
03/29/21	R. Ginzburg	B320	Correspond with S. Selbst regarding updates to plan and disclosure statement.	0.20
03/29/21	R. Ginzburg	B110	E-mail to G. Utlik regarding monthly operating report format.	0.10
03/29/21	R. Ginzburg	B230	Review e-mail from G. Utlik regarding revised budget and respond to same.	0.10
03/29/21	R. Ginzburg	B110	Confer with L. Poretsky regarding service of fee application and 9019 motion.	0.30
03/29/21	R. Ginzburg	B160	Revise Marcus & Pollack retention application.	1.40
03/29/21	L. Poretsky	B110	Review court docket and obtain names and addresses of creditors and parties in interest in connection for the purpose of service of 9019 Motion and fee application	0.50
03/29/21	L. Poretsky	B110	Draft service list of creditors and parties in interest in connection for the purpose of service of 9019 Motion and fee application and cross reference with the claims register and Adv. Pro.	1.00
03/29/21	L. Poretsky	B110	Prepare labels for service of 9019 Motion and fee application and submit for duplication with instructions	0.80

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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
03/30/21	J. Goldberg	B130	T/C with R. Werth re: offers for Barclay Building.	0.50
03/30/21	J. Goldberg	B130	T/C with L. Lam re: Plaintiff counsel response to offer letters received for Barclay property.	0.20
03/30/21	G. Utlik	B110	Review and revise affidavit of service regarding the 9019 motion.	0.20
03/30/21	G. Utlik	B160	Communications with Herrick's team and Jeremy Sussman, counsel for the US trustee, regarding Herrick's fee application and 20% holdback.	0.20
03/30/21	R. Ginzburg	B320	Review revisions to plan of reorganization and analyze outstanding questions.	0.60
03/30/21	R. Ginzburg	B320	Revise disclosure statement.	0.80
03/30/21	L. Poretsky	B110	Draft, revise, finalize and e-file Affidavit of Service of Fee Application and 9019 Motion	1.40
03/31/21	L. Chang	B130	Call with SSelbst to discuss LOIs and 363 sale.	0.10
03/31/21	S. Selbst	B130	2 t/cs with L Chang re status of offers on Barclay Building.	0.40
03/31/21	G. Utlik	B160	Analyze and revise application to retain M&P as special counsel and confer with Rachel Ginzburg to address related issues.	0.50
03/31/21	R. Ginzburg	B160	Draft Marcus & Pollack retention application.	1.20
03/31/21	R. Ginzburg	B320	Revise disclosure statement.	1.40
TOTAL				\$42,982.00

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LEGAL SERVICES SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
L. Chang	7.00	565.00	3,955.00
R. Ginzburg	21.10	370.00	7,807.00
J. Goldberg	2.20	565.00	1,243.00
L. Poretsky	19.70	290.00	5,713.00
S. Selbst	11.10	715.00	7,936.50
G. Utlik	31.10	525.00	16,327.50
TOTAL	92.20		\$42,982.00

DISBURSEMENTS:

	<u>AMOUNT</u>
Duplication	0.00
Postage & Shipping	350.90
TOTAL:	\$350.90

TASK SUMMARY

<u>Task Code</u>	<u>Task Description</u>	<u>Hours</u>	<u>Amount</u>
B110	Case Administration	13.20	4,624.50
B130	Asset Disposition	8.20	5,057.50
B160	Fee/Employment Applications	11.20	4,290.50
B190	Other Contested Matters	0.40	210.00
B210	Business Operations	1.30	744.00
B230	Financing/Cash Collections	8.60	4,405.00
B240	Tax Issues	37.20	17,786.00
B260	Board of Directors Matters	2.50	1,195.50
B310	Claims Administration & Object	1.00	416.50
B320	Plan and Disclosure Statement	8.60	4,252.50
TOTALS		92.20	\$42,982.00


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PREVIOUS BILLS OUTSTANDING

<u>Invoice #</u>	<u>Invoice Date</u>	<u>Original Amount</u>	<u>Less Credits Applied</u>	<u>Balance</u>
539210	11/12/20	124,184.39	0.00	124,184.39
540319	12/21/20	28,955.35	0.00	28,955.35
541072	01/08/21	36,334.36	0.00	36,334.36
541969	02/03/21	49,580.52	0.00	49,580.52
543375	03/08/21	82,150.70	0.00	82,150.70
544376	03/30/21	31,237.83	0.00	31,237.83
Total Outstanding				\$352,443.15


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LEGAL SERVICES RENDERED:

<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
03/01/21	L. Chang	L120	Call with Stephen Selbst re counteroffer.	0.10
03/01/21	J. Goldberg	L230	Attend hearing before Judge Grossman and confirm parties' settlement of the adversary proceeding.	0.40
03/01/21	S. Selbst	L450	Attend hearings before Judge Grossman.	0.40
03/01/21	S. Selbst	L160	Work on 9019 and settlement agreement.	0.50
03/01/21	G. Utlik	L230	Review and revise outline and talking points to prepare for the court hearing.	0.40
03/01/21	G. Utlik	L230	Attend court hearing before Judge Grossman.	0.40
03/01/21	G. Utlik	L250	Work with Herrick's team regarding settlement and next steps regarding the 9019 motion.	0.40
03/01/21	G. Utlik	L160	Confer with Janice Goldberg to finalize settlement terms and to address related issues to clear path for confirmation.	0.20
03/01/21	R. Ginzburg	L160	Draft settlement agreement.	2.50
03/02/21	L. Chang	L160	Review emails relating to revisions to settlement agreement.	0.10
03/02/21	J. Goldberg	L160	Review first draft of settlement agreement.	0.30
03/02/21	J. Goldberg	L160	Email correspondence with R. Werth re: draft settlement agreement, plan and disclosure statement.	0.10
03/02/21	J. Goldberg	L160	Review revised draft of settlement agreement.	0.30
03/02/21	J. Goldberg	L160	T/C with L. Chang re: settlement agreement.	0.20
03/02/21	S. Selbst	L160	Review and revise global settlement agreement.	1.60
03/02/21	G. Utlik	L160	Confer with Stephen Selbst regarding settlement terms and related issues.	0.20
03/02/21	R. Ginzburg	L160	Draft 9019 motion for approval of settlement agreement.	1.60
03/02/21	R. Ginzburg	L160	Revise settlement agreement.	2.70
03/03/21	S. Selbst	L160	Review changes to settlement agreement.	0.30
03/03/21	S. Selbst	L160	Telephone conference with L. Chang re Roel meeting with board members.	0.30
03/04/21	L. Chang	L160	Review and comment on settlement agreement.	0.20
03/04/21	J. Goldberg	L160	Review updated draft of settlement agreement.	0.20
03/04/21	J. Goldberg	L160	Email correspondence with R. Werth, B. Musso re: settlement agreement.	0.10
03/04/21	J. Goldberg	L160	Review L. Chang comments to draft settlement agreement.	0.20
03/04/21	J. Goldberg	L160	Discuss in settlement agreement with L. Chang.	0.20


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
03/04/21	S. Selbst	L160	Review changes to settlement agreement.	0.30
03/04/21	R. Ginzburg	L160	Review e-mail from S. Selbst regarding circulating settlement agreement to parties and respond to same.	0.20
03/09/21	J. Goldberg	L160	Review updated draft of settlement agreement.	0.50
03/09/21	S. Selbst	L160	Email to R Ginzburg et al with settlement agreement comments and related 9019 motion.	0.30
03/09/21	G. Utlik	L160	Revise and supplement Settlement Agreement regarding the shareholders' dispute.	1.50
03/09/21	G. Utlik	L160	Confer with Herrick's team regarding revised settlement agreement.	0.40
03/09/21	R. Ginzburg	L160	Follow up with G. Utlik regarding revisions to settlement agreement.	0.10
03/10/21	L. Chang	L160	Review and revise settlement agreement.	0.50
03/10/21	L. Chang	L160	Review revised settlement agreement.	0.40
03/10/21	J. Goldberg	L160	Email correspondence with R. Ginzburg re: settlement agreement.	0.20
03/10/21	J. Goldberg	L160	Email correspondence with Board re: parties to be included in releases in settlement agreement.	0.10
03/10/21	J. Goldberg	L160	Review L. Chang comments to updated draft settlement agreement.	0.20
03/10/21	J. Goldberg	L160	Review and revise draft schedule of shareholders' interests in reorganized debtor per settlement agreement terms.	0.50
03/10/21	J. Goldberg	L160	T/C with L. Lam re: shareholders' percentage equity interests per settlement agreement.	0.10
03/10/21	J. Goldberg	L160	Review updated draft of settlement agreement.	0.30
03/10/21	J. Goldberg	L160	Circulate draft settlement agreement to all counsel for comment and review.	0.10
03/10/21	S. Selbst	L160	Review changes to settlement agreement and email G Utlik re same.	0.30
03/10/21	S. Selbst	L160	Review revised budget in light of settlement.	0.30
03/10/21	G. Utlik	L120	Review and revise settlement agreement regarding the dismissal of the adversary proceeding and release of all claims and causes of action related to the shareholders' dispute.	1.40
03/10/21	R. Ginzburg	L160	Revise settlement agreement.	1.60
03/10/21	R. Ginzburg	L160	Draft 9019 motion regarding settlement of shareholder agreement.	0.60
03/10/21	R. Ginzburg	L160	Further revise settlement agreement.	0.40
03/10/21	R. Ginzburg	L160	Revise settlement agreement and send to G. Utlik.	0.50
03/11/21	J. Goldberg	L160	T/C with R. Werth re: draft settlement agreement.	0.30


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
03/11/21	J. Goldberg	L160	Email correspondence with L. Lam re: draft settlement agreement.	0.20
03/11/21	G. Utlik	L160	Confer with Robert Worth and Herrick's team regarding settlement agreement and timeline.	0.30
03/11/21	G. Utlik	L160	Review, revise and comment regarding draft 9019 motion.	0.70
03/11/21	R. Ginzburg	L160	Draft 9019 motion for approval of settlement agreement.	3.50
03/12/21	S. Selbst	L210	Review 9019 motion and provide comments.	0.50
03/12/21	S. Selbst	L210	Conf call with G Utlik and R Ginzburg re comments to 9019 motion.	0.50
03/12/21	G. Utlik	L160	Confer with Stephen Selbst and Rachel Ginzburg to revise RLCH's 9019 motion.	0.50
03/12/21	G. Utlik	L160	Review draft 9019 motion.	0.60
03/12/21	R. Ginzburg	L160	Confer with G. Utlik and S. Selbst regarding revisions to 9019 motion for approval of settlement.	0.50
03/15/21	L. Chang	L160	Call with client and Janice Goldberg re terms of settlement agreement.	1.10
03/15/21	J. Goldberg	L160	Email correspondence with R. Werth responding to questions concerning settlement agreement.	0.30
03/15/21	J. Goldberg	L160	Respond to R. Werth request for Mortgage Release Agreement.	0.10
03/15/21	J. Goldberg	L160	T/C with RLCH Board to review draft settlement agreement.	0.50
03/15/21	J. Goldberg	L160	T/C with L. Chang re: draft settlement agreement.	0.20
03/15/21	J. Goldberg	L160	Email correspondence with L. Chang, P. Tucker re: amending offering plan pricing to advise client regarding settlement agreement.	0.30
03/15/21	J. Goldberg	L160	Email correspondence with B. Musso, Hsus' counsel, re: escrow language in draft settlement agreement.	0.10
03/15/21	S. Selbst	L160	Review and revise 9019 motion for settlement of adversary proceeding.	0.80
03/15/21	R. Ginzburg	L160	Revise 9019 motion in accordance with comments from S. Selbst and G. Utlik.	1.90
03/15/21	R. Ginzburg	L160	Review e-mails from shareholders' attorneys regarding settlement agreement.	0.10
03/15/21	L. Poretsky	L250	Draft proposed order re 9019 motion for settlement	0.50
03/15/21	L. Poretsky	L250	Draft notice of hearing re 9019 motion for settlement	0.50
03/16/21	L. Chang	L160	Call with Janice Goldberg re Hsus position in settlement agreement.	0.10
03/16/21	L. Chang	L160	Call with Selbst and Janice re Hsus position in settlement agreement.	0.30


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
03/16/21	L. Chang	L160	Call with client and Janice re Hsus position in settlement.	0.50
03/16/21	J. Goldberg	L160	T/C with B. Musso re: settlement agreement.	0.20
03/16/21	J. Goldberg	L160	T/C with L. Chang re: settlement agreement.	0.50
03/16/21	J. Goldberg	L160	T/C with L. Lam re: settlement agreement.	0.10
03/16/21	J. Goldberg	L160	T/C with RLCH Board and L. Chang re: settlement agreement.	0.50
03/16/21	S. Selbst	L160	Telephone conference with L Chang and J Goldberg re Hsu position on settlement agreement.	0.40
03/16/21	S. Selbst	L210	Read revised draft of 9019 motion.	0.40
03/16/21	R. Ginzburg	L160	Revise 9019 motion.	0.90
03/17/21	J. Goldberg	L160	T/C with R. Werth re: settlement agreement.	0.20
03/17/21	J. Goldberg	L160	T/C with L. Lam re: settlement agreement.	0.30
03/17/21	J. Goldberg	L160	Email correspondence with B. Musso re: settlement agreement.	0.10
03/17/21	S. Selbst	L160	Discuss revised settlement agreement with L Chang and R Ginzburg and read email traffic re same.	0.60
03/17/21	S. Selbst	L210	Review and comment on revised 9019 motion.	0.40
03/17/21	G. Utlik	L160	Review update from Robert Musso and confer with Herrick's team regarding Hsus' settlement options.	0.20
03/17/21	R. Ginzburg	L120	Revise settlement agreement in accordance with renegotiated terms.	0.40
03/17/21	R. Ginzburg	L120	Revise settlement agreement in accordance with further e-mails from shareholder's counsel.	0.20
03/17/21	R. Ginzburg	L160	Further revise 9019 motion to reflect further conversations with shareholders' attorneys.	0.20
03/18/21	J. Goldberg	L160	T/C with L. Lam re: settlement agreement.	0.30
03/18/21	J. Goldberg	L160	T/C with shareholder counsel S. Bazian re: settlement agreement.	0.50
03/18/21	J. Goldberg	L160	Email correspondence with shareholder counsel Mingli Chen re: comments to draft settlement agreement.	0.20
03/18/21	J. Goldberg	L160	Review comments to draft settlement agreement from shareholders' counsel Mingli Chen.	0.30
03/18/21	S. Selbst	L160	Telephone conferenced and emails with J Goldberg, L Chang and G Utlik re comments on settlement agreement.	0.50
03/18/21	G. Utlik	L160	Address open issues and comments regarding the settlement agreement and confer with Herrick's team regarding same.	0.30
03/18/21	R. Ginzburg	L160	Review shareholders' comments to settlement agreement and send comments to team regarding same.	0.20
03/19/21	J. Goldberg	L160	Email correspondence with R. Werth re: request for	0.20


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			copy of filed condominium offering plan	
03/19/21	J. Goldberg	L160	Email correspondence to shareholders' counsel Mingli Chen responding to comments to draft settlement agreement.	0.20
03/19/21	S. Selbst	L160	Emails with J Goldberg and G Utlik on status of comments on settlement agreement.	0.40
03/19/21	R. Ginzburg	L160	Further revise settlement agreement with respect to comments from shareholders' counsel.	0.30
03/22/21	L. Chang	L160	Review plaintiff's comments to settlement agreement and respond to same.	0.70
03/22/21	J. Goldberg	L160	Review Plaintiff markup of draft settlement agreement.	0.50
03/22/21	J. Goldberg	L160	Draft analysis of Plaintiff settlement agreement markup and proposed responses on disputed points.	0.50
03/22/21	J. Goldberg	L160	Review L. Chang comments to Plaintiff's markup of settlement agreement.	0.20
03/22/21	J. Goldberg	L160	Review S. Selbst comments to Plaintiff's markup of settlement agreement.	0.20
03/22/21	S. Selbst	L160	Review comments on settlement agreement.	1.00
03/22/21	S. Selbst	L160	Draft response to Roel counsel on mark-up of settlement agreement	0.80
03/22/21	S. Selbst	L160	Emails with J Goldberg and L Chang re comments on settlement agreement.	0.30
03/22/21	S. Selbst	L210	Review revised 9019 motion.	0.40
03/22/21	G. Utlik	L160	Revise and supplement RLCH's motion for approval of the settlement under Bankruptcy Rule 9019.	3.40
03/22/21	G. Utlik	L160	Analyze the latest changes and comments to the settlement agreement and confer with Herrick's team regarding same.	0.40
03/22/21	G. Utlik	L160	Analyze correspondence and redline of the settlement agreement received from Scott Markowitz.	0.30
03/22/21	R. Ginzburg	L160	Review e-mails regarding Roel's comments to settlement agreement.	0.10
03/23/21	L. Chang	L160	Call with client to discuss comments to settlement agreement.	1.20
03/23/21	L. Chang	L160	Call with Janice to discuss revisions to Settlement Agreement.	0.30
03/23/21	J. Goldberg	L160	T/C with L. Chang re: Plaintiff comments to draft settlement agreement.	0.30
03/23/21	J. Goldberg	L160	T/C with G. Utlik re: settlement agreement.	0.20
03/23/21	J. Goldberg	L160	Revise settlement agreement to respond to Plaintiff's markup of settlement agreement.	1.90
03/23/21	J. Goldberg	L160	T/C with RLCH Board to review proposed revised	1.10


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			settlement agreement.	
03/23/21	J. Goldberg	L160	T/C with condominium counsel T. Berinato re: draft settlement agreement.	0.20
03/23/21	J. Goldberg	L160	T/C with Board re: draft settlement agreement.	0.30
03/23/21	J. Goldberg	L160	Further revisions to draft settlement agreement.	0.50
03/23/21	S. Selbst	L210	Update on 9019 motion and send comments.	0.40
03/23/21	S. Selbst	L160	Email from J Goldberg with comments on settlement agreement.	0.30
03/23/21	G. Utlik	L120	Analyze the latest draft settlement agreement and communications with Roel's counsel regarding their issues and revisions and RLCH's markup.	0.50
03/23/21	G. Utlik	L160	Review and revise proposed order approving 9019 motion and notice of motion.	0.40
03/23/21	R. Ginzburg	L160	Review revisions to settlement agreement (0.1); send notice and order to G. Utlik for review (0.1).	0.20
03/24/21	L. Chang	L160	Call with client to discuss comments to settlement agreement.	0.50
03/24/21	J. Goldberg	L160	T/C with R. Werth, S. Markowitz, G. Utlik re: draft settlement agreement.	0.50
03/24/21	J. Goldberg	L160	T/C with B. Musso re: draft settlement agreement.	0.30
03/24/21	J. Goldberg	L160	T/C with L. Chang, RLCH Board re: revised draft settlement agreement.	0.50
03/24/21	J. Goldberg	L160	Email correspondence with B. Musso re: draft settlement agreement.	0.20
03/24/21	J. Goldberg	L160	T/C with B. Musso re: draft settlement agreement.	0.20
03/24/21	G. Utlik	L160	Confer with Scott Markowitz, Robert Werth and Janice Goldberg regarding the latest draft settlement agreement to resolve open issues.	0.50
03/24/21	G. Utlik	L160	Analyze the latest draft settlement agreement to prepare for a call with Mr. Roel's counsel and Janice Goldberg.	0.40
03/25/21	L. Chang	L160	Calls with client and team to finalize settlement agreement.	0.50
03/25/21	J. Goldberg	L160	T/C with S. Selbst re: settlement agreement.	0.10
03/25/21	J. Goldberg	L160	Revise draft settlement agreement.	1.20
03/25/21	J. Goldberg	L160	T/C with S. Markowitz and G. Utlik re: revised settlement agreement.	0.30
03/25/21	J. Goldberg	L160	Email correspondence to R. Werth, S. Markowitz re: open points in draft settlement agreement and Board response.	0.20
03/25/21	J. Goldberg	L160	Circulate current draft of settlement agreement to Board.	0.20


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
03/25/21	J. Goldberg	L160	Circulate most recent draft of settlement agreement to shareholders' counsel.	0.20
03/25/21	J. Goldberg	L160	Email correspondence with Board re: revised draft settlement agreement.	0.20
03/25/21	J. Goldberg	L160	Email correspondence with R. Werth re: revised draft settlement agreement.	0.20
03/25/21	J. Goldberg	L160	Circulate execution version of settlement agreement to all counsel.	0.10
03/25/21	J. Goldberg	L160	T/C with shareholder counsel S. Bazian re: revised settlement agreement.	0.40
03/25/21	S. Selbst	L160	Advice to J Goldberg and L Chang re board of director duties in connection with settlement agreement.	0.30
03/25/21	S. Selbst	L190	Email to J Goldberg and L Chang re caselaw under BCL 624 and attorneys' fees.	0.60
03/25/21	G. Utlik	L160	Confer with Scott Markowitz and Janice Goldberg regarding revised draft settlement agreement.	0.30
03/25/21	G. Utlik	L160	Analyze the latest comments and revisions to the settlement agreement.	0.20
03/25/21	R. Ginzburg	L160	Review numerous e-mails regarding settlement negotiations with Roel.	0.10
03/26/21	J. Goldberg	L160	T/C with R. Ginzburg re: settlement agreement and 9019 motion filing.	0.40
03/26/21	J. Goldberg	L160	T/C with shareholder counsel Mingli Chen re: settlement agreement.	0.20
03/26/21	J. Goldberg	L160	Email correspondence with B. Musso re: settlement agreement.	0.20
03/26/21	J. Goldberg	L160	Email correspondence with L. Lam re: final draft of settlement agreement.	0.20
03/26/21	J. Goldberg	L160	Email correspondence with shareholder counsel Mingli Chen re: execution of settlement agreement.	0.20
03/26/21	J. Goldberg	L160	Email correspondence with B. Musso re: requested revision to settlement agreement, execution of settlement agreement.	0.20
03/26/21	J. Goldberg	L160	Email correspondence with Board re: requested revision from Hsus to final settlement agreement.	0.10
03/26/21	J. Goldberg	L160	Circulate fully executed settlement agreement to all counsel.	0.10
03/26/21	S. Selbst	L160	Discuss filing of 9019 motion on settlement with G Utlik.	0.20
03/26/21	S. Selbst	L210	Review final draft of 9019 motion and approve for filing.	0.20
03/26/21	G. Utlik	L160	Communications with Janice Goldberg and other counsel regarding changes to the settlement agreement and its execution.	0.30


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
03/26/21	G. Utlik	L160	Communications with Lisa Lam and Herrick's team regarding anticipated filing and related issues.	0.30
03/26/21	R. Ginzburg	L160	Finalize 9019 motion and send to L. Poretsky for preparation for filing.	0.30
03/26/21	R. Ginzburg	L160	Confer with J. Goldberg regarding finalizing settlement and filing 9019.	0.10
03/26/21	R. Ginzburg	L160	Call with G. Utlik regarding filing 9019 motion and settlement agreement.	0.20
03/26/21	L. Poretsky	L210	Revise, assemble, redact, finalize 9019 Motion to approve settlement, e-file and serve upon all notice parties via e-mail	2.00
03/29/21	G. Utlik	L160	Communications with Scott Markowitz regarding filed motion and fee application.	0.10
TOTAL				\$41,268.50

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LEGAL SERVICES SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
L. Chang	6.50	565.00	3,672.50
R. Ginzburg	19.40	370.00	7,178.00
J. Goldberg	21.90	565.00	12,373.50
L. Poretsky	3.00	290.00	870.00
S. Selbst	13.30	715.00	9,509.50
G. Utlik	14.60	525.00	7,665.00
TOTAL	78.70		\$41,268.50

TASK SUMMARY

<u>Task Code</u>	<u>Task Description</u>	<u>Hours</u>	<u>Amount</u>
L120	Analysis/Strategy	2.60	1,276.00
L160	Settlement/Non-Binding ADR	67.70	35,549.50
L190	Other Case Assessment, Develop	0.60	429.00
L210	Pleadings	4.80	2,582.00
L230	Court Mandated Conferences	1.20	646.00
L250	Other Written Motions & Submissions	1.40	500.00
L450	Trial and Hearing Attendance	0.40	286.00
TOTALS		78.70	\$41,268.50

PREVIOUS BILLS OUTSTANDING

<u>Invoice #</u>	<u>Invoice Date</u>	<u>Original Amount</u>	<u>Less Credits Applied</u>	<u>Balance</u>
540318	12/21/20	47,564.55	0.00	47,564.55
541071	01/08/21	59,663.28	0.00	59,663.28
541970	02/03/21	5,732.45	0.00	5,732.45
543373	03/08/21	10,591.74	0.00	10,591.74
544375	03/30/21	18,428.00	0.00	18,428.00
Total Outstanding				\$141,980.02


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LEGAL SERVICES RENDERED:

<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
04/01/21	J. Goldberg	B130	Email correspondence with L. Lam re: walkthrough of property with M. Roel and broker.	0.10
04/01/21	J. Goldberg	B260	Review revised Board powerpoint presentation on business plan for shareholder meeting.	0.20
04/01/21	S. Selbst	B320	Review and revise disclosure statement.	1.20
04/01/21	G. Utlik	B160	Follow up with Rachel Ginzburg, Liliana Chang and Glenn Borin regarding retention of M&P, comments to the application, required conflicts check to address open issues.	0.20
04/01/21	G. Utlik	B230	Analyze budget amendment and requirements under the final order approving DIP financing.	0.40
04/01/21	G. Utlik	B230	Confer with Rachel Ginzburg to prepare RLCH's notice of amended budget with the lender's consent.	0.10
04/01/21	R. Ginzburg	B160	Confer with team regarding Marcus & Pollack retention application.	0.10
04/01/21	R. Ginzburg	B160	Revise Marcus & Pollack retention application and send to Marcus & Pollack for review.	0.80
04/01/21	R. Ginzburg	B230	Review final financing order to determine how to give notice of amended budget.	0.30
04/01/21	R. Ginzburg	B160	Draft Herrick's second interim fee application.	0.50
04/02/21	G. Utlik	B230	Review draft notice of amended budget and supporting documentation and confer with Rachel Ginzburg regarding same.	0.30
04/02/21	R. Ginzburg	B230	Draft notice of first amended budget and send to G. Utlik for review.	1.00
04/02/21	R. Ginzburg	B160	Revise Marcus & Pollack retention application in accordance with comments from Glenn Borin.	0.20
04/02/21	R. Ginzburg	B160	Further revise Marcus & Pollack retention application and send execution copy to Glenn Borin.	0.50
04/05/21	J. Goldberg	B320	Email correspondence with R. Werth re: post-settlement business plan.	0.10
04/05/21	G. Utlik	B320	Work with Rachel Ginzburg regarding further changes to RLCH's plan and disclosure statement related to the Board's pending decision concerning a sale of the Barclay Building.	0.30
04/05/21	G. Utlik	B320	Communications with Robert Werth, Janice Goldberg and Lisa Lam regarding Robert Werth's inquiries and request for a call to discuss the Board's actions	0.30


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			concerning proposed purchases of the property.	
04/05/21	G. Utlik	B130	Communications with Lisa Lam regarding the board, Manny Roel's inquiries and opportunities to find buyers for the building.	0.10
04/05/21	R. Ginzburg	B160	Finalize Marcus & Pollack retention application and send to G. Utlik for final review.	0.40
04/05/21	R. Ginzburg	B320	Communications with S. Selbst and G. Utlik regarding plan and disclosure statement.	0.20
04/06/21	S. Selbst	B130	Telephone conference with L Chang re status of building sale.	0.20
04/06/21	G. Utlik	B240	Communications with Glenn Borin and Liliana Change regarding New York City Department of Finance's refund due to the settlement, invoice, and related issues.	0.20
04/07/21	S. Selbst	B320	Review and revise disclosure statement.	2.20
04/07/21	G. Utlik	B240	Follow up communications with Glenn Borin regarding the tax refund and keeping the fees in escrow pending retention and fee application process.	0.20
04/07/21	G. Utlik	B160	Follow up with Rachel Ginzburg regarding Glenn Borin's declaration, refund check, and other details in support of M&P's retention application.	0.10
04/07/21	R. Ginzburg	B160	Confer with G. Utlik regarding Marcus & Pollack retention application.	0.10
04/07/21	R. Ginzburg	B320	Confer with S. Selbst regarding plan issues.	0.10
04/07/21	R. Ginzburg	B320	Review and analyze cases regarding dilution of equity.	0.40
04/08/21	J. Goldberg	B210	Email correspondence with L. Lam re: owners' rep terminating relationship.	0.10
04/08/21	S. Selbst	B210	Telephone conference and emails with G Utlik and R Ginzburg re owner's rep breach of contract for remediation.	0.50
04/08/21	G. Utlik	B260	Attend conference call with the Board of Directors and the CRO.	0.50
04/08/21	G. Utlik	B260	Analyze and address issues related to the call with the Board of Directors, pending projects and issues, and apparent breach of contract by the Owner's Representative regarding remediation.	0.40
04/08/21	G. Utlik	B130	Follow up emails with Scott Markowitz, Robert Werth and Janice Goldberg regarding the settlement and condo plan or sale of the property.	0.10
04/08/21	G. Utlik	B260	Confer with Dan Scouler and Rachel Ginzburg to prepare for the upcoming call with the Board of Directors.	0.10
04/08/21	R. Ginzburg	B320	Review and analyze cases regarding impairment of shareholders.	0.50
04/08/21	R. Ginzburg	B210	E-mail to team regarding issue with owner's	0.20


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			representative.	
04/08/21	R. Ginzburg	B260	Prepare for bi-weekly call with Debtor's board.	0.30
04/08/21	R. Ginzburg	B260	Bi-weekly call with board of directors to discuss plan and outstanding issues.	0.50
04/08/21	R. Ginzburg	B320	E-mail to team regarding plan of reorganization and issues stemming from call with board.	0.30
04/09/21	L. Chang	B110	Call with bankruptcy and litigation teams to discuss status of case.	0.40
04/09/21	L. Chang	B260	Draft notice of special shareholders meeting.	1.60
04/09/21	L. Chang	B110	Call with client to discuss potential sale, owners rep, and reorganization plan.	1.00
04/09/21	J. Goldberg	B210	T/C with L. Chang, G. Utlik, R. Ginzburg, S. Selbst re: owner's representative.	0.30
04/09/21	S. Selbst	B250	Conf call with G Utlik, J Goldberg, R Ginzburg and L Chang re problem with owner's representative on remediation.	0.30
04/09/21	S. Selbst	B320	Discuss plan concepts with G Utlik.	0.30
04/09/21	G. Utlik	B240	Follow up regarding the tax refund and confer with Lisa Lam and Marcus & Pollack regarding same.	0.10
04/09/21	G. Utlik	B260	Communications with Herrick's team regarding updates from the Board of Directors concerning the plan, potential sale of the building, Secoda, remediation, and upcoming shareholder meeting.	0.40
04/09/21	G. Utlik	B320	Follow up regarding RLCH's liquidation analysis and confer with Dan Scouler and Rachel Ginzburg regarding same.	0.20
04/09/21	R. Ginzburg	B320	Confer with team regarding strategy moving forward with plan.	0.40
04/09/21	R. Ginzburg	B320	Confer with Debtor's CRO regarding liquidation analysis.	0.10
04/09/21	R. Ginzburg	B210	Draft demand letter	0.60
04/12/21	J. Goldberg	B130	T/C with G. Utlik, R. Werth and S. Markowitz re: LOIs for Barclay building.	0.20
04/12/21	J. Goldberg	B210	Review draft demand letter to owners' rep.	0.10
04/12/21	J. Goldberg	B260	Review letter from insurance carrier.	0.10
04/12/21	S. Selbst	B320	Conf call with D Scouler and G Utlik re liquidation analysis for disclosure statement.	0.30
04/12/21	S. Selbst	B320	Review and revise disclosure statement.	3.50
04/12/21	G. Utlik	B320	Confer with counsel for Manny Roel and Janice Goldberg regarding sale options and anticipated filing of the debtor's chapter 11 plan.	0.20
04/12/21	G. Utlik	B320	Confer with Dan Scouler to update liquidation analysis.	0.10
04/12/21	G. Utlik	B320	Review the latest draft plan and disclosure statement.	0.50


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
04/12/21	G. Utlik	B320	Confer with Rachel Ginzburg and Stephen Selbst regarding revisions to the draft plan and disclosure statement and extension of the exclusivity period with consent of counsel for Manuel Roel.	0.30
04/12/21	G. Utlik	B210	Review draft letter to Secoda regarding breach and request for a refund.	0.10
04/12/21	G. Utlik	B320	Prepare for and attend Zoom call with Dan Scouler regarding RLCH's liquidation analysis and proposed plan of reorganization.	0.80
04/12/21	G. Utlik	B260	Review correspondence and notice to policyholder from Carol Ann Murtetus and confer with Herrick's team regarding same.	0.20
04/12/21	R. Ginzburg	B110	Prepare March MOR template and send to board.	0.30
04/12/21	R. Ginzburg	B320	Confer with G. Utlik and the Debtor's CRO regarding liquidation analysis.	0.60
04/12/21	R. Ginzburg	B320	Revise plan and disclosure statement.	1.70
04/13/21	J. Goldberg	B210	Review revised draft demand letter to owners' rep.	0.10
04/13/21	S. Selbst	B210	Review and revise letter to SECODA demanding payment and review further client changes.	0.50
04/13/21	S. Selbst	B320	Discuss bridge order on exclusivity extension with G Utlik and R Ginzburg.	0.40
04/13/21	R. Ginzburg	B320	Draft letter and order regarding extending exclusivity.	0.80
04/13/21	R. Ginzburg	B210	Send letter to SECODA to board for comments or revisions.	0.10
04/13/21	R. Ginzburg	B210	Confer with L. Chang regarding revisions to SECODA letter (0.2); confer with client regarding revisions (0.1); revise letter (0.3).	0.60
04/13/21	R. Ginzburg	B110	Review draft of March MOR and send e-mail to Debtor's treasurer and Debtor's CRO regarding same.	0.20
04/13/21	R. Ginzburg	B160	Review CRO reporting template for February and March and send e-mail to CRO regarding same.	0.10
04/14/21	L. Chang	B320	Discuss filing of plan, exclusivity and deadline.	0.20
04/14/21	S. Selbst	B320	Discuss exclusivity issues with G Utlik and R Ginzburg.	0.40
04/14/21	S. Selbst	B320	Review and consider R Ginzburg list of plan of reorganization issues.	0.50
04/14/21	G. Utlik	B320	Review draft letter to the court regarding consensual extension of the exclusivity period and confer with Rachel Ginzburg regarding same.	0.20
04/14/21	G. Utlik	B320	Review and revise and upload proposed order extending the exclusivity period and confer with Herrick's team regarding same.	0.20
04/14/21	G. Utlik	B320	Review court's correspondence regarding proposed order and request to proceed by notice of presentment	0.30


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			and confer with Stephen Selbst and Rachel Ginzburg regarding strategy to preserve the exclusivity period.	
04/14/21	G. Utlik	B320	Confer with Herrick's team to expedite resolution of the court's rejection of the proposed consensual order to extend the exclusivity period and preparation of a stipulation on notice of presentment.	0.40
04/14/21	G. Utlik	B320	Review and revise draft stipulation extending the exclusivity period.	0.40
04/14/21	G. Utlik	B320	Draft email to Roel's counsel with an update regarding proposed stipulation extending the exclusivity period.	0.10
04/14/21	G. Utlik	B320	Review proposed bridge order extending RLCH's exclusivity periods.	0.10
04/14/21	G. Utlik	B320	Confer with Stephen Selbst and Rachel Ginzburg regarding revised plan of reorganization and open issues.	0.40
04/14/21	R. Ginzburg	B320	Confer with team regarding Court's rejection of order extending exclusivity period.	0.30
04/14/21	R. Ginzburg	B320	Draft stipulation regarding exclusivity.	1.50
04/14/21	R. Ginzburg	B320	E-mail to S. Selbst and G. Utlik regarding outstanding action items to finalize plan of reorganization.	0.40
04/14/21	R. Ginzburg	B320	Finalize letter and proposed order regarding exclusivity.	0.10
04/14/21	R. Ginzburg	B320	Review e-mail regarding rejection of proposed order extending exclusivity and e-mail to team regarding same.	0.10
04/14/21	R. Ginzburg	B320	Send correspondence to plaintiff's counsel regarding bridge order extending exclusivity.	0.20
04/14/21	L. Poretsky	B320	Analyze Judge Grossman procedures and local rule 2002-1 re requirements related to notice of presentment	0.40
04/14/21	L. Poretsky	B320	Prepare for filing and e-file a Letter to Judge Grossman and proposed order extending exclusivity periods	0.20
04/14/21	L. Poretsky	B320	Prepare for service and serve filed Letter to Judge Grossman with proposed order extending exclusivity periods	0.20
04/14/21	L. Poretsky	B320	Upload proposed order extending exclusivity periods via court system	0.10
04/15/21	L. Chang	B260	Review email from Robert Werth relating to special meeting of the shareholders and voting requirements and prepare response.	0.60
04/15/21	L. Chang	B260	Review proxies and save into company's records.	0.10
04/15/21	L. Chang	B260	Planning for shareholder's meeting.	0.40
04/15/21	L. Chang	B130	Coordinate with condo counsel for amendment of condo plan.	0.30


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
04/15/21	L. Chang	B260	Call with litigation and bankruptcy team to discuss shareholders meeting.	0.90
04/15/21	L. Chang	B260	Prepare presentation to supplement financials for the shareholders meeting.	1.00
04/15/21	L. Chang	B260	Draft board resolutions for sale of property.	0.20
04/15/21	L. Chang	B260	Call with Lisa re shareholder meeting and financials.	0.30
04/15/21	L. Chang	B260	Review bankruptcy presentation for shareholders meeting and comment.	0.30
04/15/21	L. Chang	B260	Revise board resolutions for sale.	0.30
04/15/21	L. Chang	B260	Prepare attendance and script for shareholders meeting.	0.70
04/15/21	J. Goldberg	B260	Email correspondence with L. Lam, S. Cheung, L. Chang re: comments from R. Werth re: upcoming shareholder meeting.	0.20
04/15/21	J. Goldberg	B260	Email correspondence with S. Selbst re: strategy for shareholder meeting.	0.20
04/15/21	J. Goldberg	B260	T/C with S. Selbst, G. Utlik, R. Ginzburg, L. Chang re: strategy for shareholder meeting.	0.50
04/15/21	J. Goldberg	B130	Attention to email correspondence with T. Berinato, condominium counsel, re: required revisions to offering plan.	0.20
04/15/21	J. Goldberg	B260	Review proposed slides re: Chapter 11 update for shareholder meeting.	0.10
04/15/21	S. Selbst	B260	Conf call with J Goldberg, L Chang, G Utlik and R Ginzburg to discuss special meeting of RLCH.	0.50
04/15/21	S. Selbst	B260	Prepare slides for directors to use in shareholders meeting.	1.20
04/15/21	S. Selbst	B320	Discuss open plan issues with G Utlik and R Ginzburg.	0.30
04/15/21	S. Selbst	B320	Analysis of impairment issue for plan purpose.	0.20
04/15/21	G. Utlik	B320	Confer with Stephen Selbst and Rachel Ginzburg regarding RLCH's chapter 11 plan and related issues.	0.20
04/15/21	G. Utlik	B320	Review and address issues regarding amended Liquidation Analysis and confer with Dan Scouler and Stephen Selbst regarding same.	0.50
04/15/21	G. Utlik	B320	Draft email to Roel's counsel regarding the exclusivity stipulation and anticipated revised plan and disclosure statement.	0.20
04/15/21	G. Utlik	B320	Draft email to Jeremy Sussman, counsel for the US Trustee, regarding RLCH's exclusivity period requesting US Trustee's consent to proceed as requested by Chambers.	0.20
04/15/21	G. Utlik	B320	Review and finalize notice of presentment and the stipulation regarding the exclusivity periods.	0.30


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
04/15/21	R. Ginzburg	B260	Call with S. Selbst, J. Goldberg, L. Chang, and G. Utlik regarding shareholder meeting and related issues.	0.50
04/15/21	R. Ginzburg	B320	Revise notice of presentment for stipulation regarding exclusivity.	0.50
04/15/21	R. Ginzburg	B320	Confer with G. Utlik and S. Selbst regarding outstanding plan issues.	0.30
04/15/21	R. Ginzburg	B320	Revise plan of reorganization.	2.30
04/15/21	R. Ginzburg	B320	Revise stipulation regarding exclusivity.	0.40
04/15/21	R. Ginzburg	B320	Draft impairment analysis and send to S. Selbst.	0.90
04/15/21	R. Ginzburg	B320	Set up call with S. Selbst and G. Utlik to discuss finalizing plan of reorganization.	0.10
04/15/21	R. Ginzburg	B320	Review e-mail from counsel to Roel regarding plan of reorganization.	0.10
04/15/21	R. Ginzburg	B210	Review letter from insurance company and analyze same.	0.20
04/15/21	L. Poretsky	B320	Revise and finalize agreed stipulation and circulate for review	0.20
04/15/21	L. Poretsky	B320	Assemble Notice of Presentment of Stipulation and Order to Extend the Exclusivity Period, finalize and e-file;	0.20
04/15/21	L. Poretsky	B320	Draft Notice of Presentment of the Agreed Stipulation and circulate for review	0.60
04/15/21	L. Poretsky	B110	Arrange Letter to Secoda to be mail via certified mail return receipt requested and calendar deadline to answer.	0.20
04/16/21	L. Chang	B260	Discuss board presentation with Janice.	0.50
04/16/21	L. Chang	B260	Revise bankruptcy presentation.	0.40
04/16/21	L. Chang	B260	Revise board resolutions to approve sale.	0.70
04/16/21	L. Chang	B260	Revise script for shareholders meeting.	0.20
04/16/21	L. Chang	B260	Revise corporate presentation.	2.00
04/16/21	L. Chang	B210	Call with client to review financials of sale as is vs sale per unit.	1.90
04/16/21	L. Chang	B260	Plan for shareholder meeting.	0.60
04/16/21	J. Goldberg	B260	T/C with L. Chang, S. Selbst re: business plan presentation to shareholders.	0.70
04/16/21	J. Goldberg	B260	Revise draft board resolutions re: sale of Barclay building.	0.20
04/16/21	J. Goldberg	B260	Revise board powerpoint presentation for shareholder meeting.	0.40
04/16/21	J. Goldberg	B260	Email correspondence with R. Werth re: accounting question as to RLCH 2020 K-1s.	0.20
04/16/21	J. Goldberg	B260	Review revised slides re: Chapter 11 update for	0.10


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			shareholder meeting.	
04/16/21	J. Goldberg	B260	Review revised board presentation for shareholder meeting.	0.20
04/16/21	J. Goldberg	B260	Review S. Selbst comments to revised board presentation for shareholder meeting.	0.20
04/16/21	S. Selbst	B260	Work on slides for shareholder meeting; review L Chang materials and adapt chapter 11 status update.	1.50
04/16/21	S. Selbst	B260	Update call with L Chang re shareholders meeting.	0.20
04/16/21	S. Selbst	B190	Review talking points for 4/19 hearing.	0.30
04/16/21	S. Selbst	B260	Update call with Herrick team in preparation for shareholder meeting.	0.30
04/16/21	G. Utlik	B320	Confer with Stephen Selbst regarding RLCH's chapter 11 plan and upcoming presentation for the shareholders.	0.20
04/16/21	G. Utlik	B190	Confer with Herrick's team regarding upcoming court hearing, attendance, and strategy.	0.40
04/16/21	G. Utlik	B320	Communications with Judge Grossman's Chambers, Olivia Eichhorn, regarding notice of presentment.	0.20
04/16/21	G. Utlik	B320	Analyze issues and confer with Herrick's team to fix Notice of Presentment.	0.10
04/16/21	G. Utlik	B320	Review and revise affidavit of service regarding RLCH's notice of presentment.	0.10
04/16/21	G. Utlik	B230	Revise and supplement RLCH's notice of first amended budget.	0.40
04/16/21	G. Utlik	B320	Review Notice of Settlement Offer and confer with Rachel Ginzburg regarding same.	0.10
04/16/21	R. Ginzburg	B320	Call with debtor's president regarding outstanding questions with respect to plan.	0.60
04/16/21	R. Ginzburg	B110	Confer with L. Poretsky and G. Utlik regarding court's comments about filing of notice of presentment.	0.20
04/16/21	R. Ginzburg	B320	Confer with L. Chang regarding offering plan relating to plan of reorganization.	0.10
04/16/21	R. Ginzburg	B320	Confer with J. Goldberg regarding outstanding plan issues.	0.30
04/16/21	R. Ginzburg	B320	Further revise plan.	1.00
04/16/21	R. Ginzburg	B320	Work on list of executory contracts for plan.	0.30
04/16/21	R. Ginzburg	B110	Review e-mail from deputy clerk regarding notices of presentment and confer with G. Utlik regarding same.	0.10
04/16/21	L. Poretsky	B110	Prepare and submit e-mail to Judge Grossman deputy re hearing attendance.	0.20
04/16/21	L. Poretsky	B110	Conference with court clerk via e-mail and phone to discuss steps for filing notice of presentment;	0.30
04/16/21	L. Poretsky	B320	Re-file notice of presentment per court request	0.10


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
04/16/21	L. Poretsky	B320	Draft affidavit of service of notice of presentment and circulate for review	0.30
04/16/21	L. Poretsky	B110	Prepare and submit e-mail to CRO and Client re hearing attendance.	0.20
04/17/21	L. Chang	B260	Review and insert footnotes to board presentation.	0.90
04/17/21	L. Chang	B260	Conference with client, bankruptcy and litigation teams to review financials and shareholder presentations in preparation for the shareholders meeting.	2.10
04/17/21	L. Chang	B260	Revise script to include CRO.	0.10
04/17/21	J. Goldberg	B260	T/C with L. Lam, S. Cheung, L. Chang to prepare for upcoming shareholders' meeting.	1.80
04/17/21	G. Utlik	B260	Attend conference call with the Board of Directors and Herrick's team to prepare for the Shareholders' meeting.	1.10
04/17/21	R. Ginzburg	B110	Prepare March MOR for board review (0.6) and send to President for signature (0.1).	0.70
04/17/21	R. Ginzburg	B110	Prepare outline and talking points for hearing on 9019 motion and Herrick fee application.	1.70
04/18/21	L. Chang	B260	Review, revise and finalize materials for shareholders meeting.	3.50
04/19/21	L. Chang	B260	Call with client and Dan regarding shareholders meeting.	0.90
04/19/21	L. Chang	B260	Review proxies.	0.20
04/19/21	L. Chang	B260	Revise attendance and voting calculation form to reflect post-settlement percentages.	0.20
04/19/21	L. Chang	B260	Finalize all items for tomorrow's shareholders meeting.	2.50
04/19/21	J. Goldberg	B320	Appear for hearing on 9019 motion to approve settlement agreement.	1.50
04/19/21	J. Goldberg	B260	T/C with shareholders' counsel S. Bazian re: business plan and shareholder meeting.	0.50
04/19/21	J. Goldberg	B320	Email correspondence with R. Ginzburg re: 9019 motion hearing outline.	0.20
04/19/21	J. Goldberg	B320	T/C with S. Selbst, G. Utlik, R. Ginzburg re: follow up from hearing on 9019 motion, next steps.	0.20
04/19/21	J. Goldberg	B260	Zoom videoconference with L. Lam, S. Cheung, D. Scouler, L. Chang re: financial presentation for shareholder meeting.	0.30
04/19/21	J. Goldberg	B260	Email correspondence with R. Werth re: using shareholder interests in reorganized debtor for voting purposes at shareholder mtg.	0.20
04/19/21	J. Goldberg	B260	Review final Board presentation materials for shareholder meeting.	0.30
04/19/21	S. Selbst	B190	Attend hearing on settlement and fee applications.	1.50
04/19/21	S. Selbst	B190	Follow up meeting on settlement and shareholder	0.40


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			meeting.	
04/19/21	S. Selbst	B320	Work on revised plan.	1.30
04/19/21	G. Utlik	B260	Confer with Stephen Selbst, Janice Goldberg, Liliana Chang regarding status, court hearing and upcoming meeting of shareholders.	0.30
04/19/21	G. Utlik	B190	Attend court hearing before Judge Grossman regarding 9019 motion, Herrick's fee application and case status.	1.50
04/19/21	G. Utlik	B190	Review documents and draft talking points to prepare for the court hearing before Judge Grossman regarding approval of the 9019 motion, Herrick's fee application and status of the chapter 11 case.	1.20
04/19/21	R. Ginzburg	B160	Send Marcus & Pollack retention application draft to the United States Trustee.	0.10
04/19/21	R. Ginzburg	B110	Confer with team regarding proposed orders.	0.30
04/19/21	R. Ginzburg	B190	Review order for 9019 motion.	0.10
04/19/21	R. Ginzburg	B230	Confer with G. Utlik regarding notice of amended budget.	0.10
04/19/21	R. Ginzburg	B110	Hearing on 9019 motion and fee application.	1.50
04/19/21	L. Poretsky	B320	Draft, revise and finalize Affidavit of service of Notice of Presentment of Stipulation and Order to Extend the Exclusivity Period and e-file after G. Utlik uproval	0.50
04/19/21	L. Poretsky	B190	Draft proposed order approving 9019 settlement and circulate for review	0.30
04/19/21	L. Poretsky	B160	Draft proposed order granting HF fee application and circulate for review	0.30
04/19/21	L. Poretsky	B230	Review and assemble notice of first amended budget	0.20
04/20/21	L. Chang	B130	Call with bankruptcy and litigation team to discuss next steps after sale has been approved.	0.50
04/20/21	L. Chang	B130	Call with client to discuss next steps after sale approval.	0.60
04/20/21	L. Chang	B130	Call with Selbst and directors to discuss 363 sale.	0.50
04/20/21	L. Chang	B260	Special meeting of the shareholders to approve sale of building as a whole.	2.50
04/20/21	J. Goldberg	B320	Attend special shareholder meeting of the Company to discuss business plan for the Barclay building.	2.00
04/20/21	J. Goldberg	B320	T/C with L. Chang, R. Ginzburg, G. Utlik, S. Selbst re: plan and disclosure statement following shareholder meeting.	0.50
04/20/21	S. Selbst	B130	Conf call with L Chang, L Lam and S Cheung to discuss 363 sale process.	0.50
04/20/21	S. Selbst	B130	Conf call with Herrick team re 363 sale issues.	0.50
04/20/21	S. Selbst	B130	Work on sale procedures with R Ginzburg.	0.50
04/20/21	G. Utlik	B260	Confer with Herrick's team to follow up regarding the	0.50


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			meeting of the Board of Directors with RLCH's shareholders, decision to sell the building, options, and confirmation strategy.	
04/20/21	G. Utlik	B260	Attend meeting with the Board of Directors and RLCH's shareholders.	2.50
04/20/21	G. Utlik	B260	Review bankruptcy presentation to prepare for the upcoming meeting with the Board of Directors and RLCH's shareholders.	0.60
04/20/21	G. Utlik	B230	Confer with Liliana Chang and Rachel Ginzburg regarding first amended budget as approved by Maxim and as presented to the Shareholders and address related issues.	0.30
04/20/21	G. Utlik	B320	Communications with Lisa Lam and Herrick's team regarding 363 sale process and estimated timeline subject to the bankruptcy court's approval.	0.20
04/20/21	R. Ginzburg	B260	Call with S. Selbst, L. Chang, J. Goldberg, and G. Utlik regarding follow-up and next steps after shareholder meeting.	0.50
04/20/21	R. Ginzburg	B230	Confer with team regarding updates to budget.	0.30
04/20/21	R. Ginzburg	B160	Finalize proposed order approving interim fee application and send to the US Trustee.	0.50
04/20/21	L. Poretsky	B190	Prepare 9019 proposed order for submission to court and upload via court website	0.40
04/20/21	L. Poretsky	B190	Prepare and upload 9019 settlement order via court website	0.40
04/20/21	L. Poretsky	B110	Assemble Notice of First Amended Budget and circulate for approval	0.10
04/20/21	L. Poretsky	B110	Review docket for new deadlines and hearings, calendar accordingly	0.20
04/21/21	S. Selbst	B320	Update call re plan issues with R Ginzburg and G Utlik.	0.50
04/21/21	G. Utlik	B260	Confer with Liliana Chang and Stephen Selbst to address Lisa Lam's inquiries regarding potential transfer of shares by some of the shareholders.	0.00
04/21/21	G. Utlik	B320	Conference call with Stephen Selbst and Rachel Ginzburg regarding changes to RLCH's chapter 11 plan.	0.30
04/21/21	G. Utlik	B230	Review and finalize strategy regarding filing of RLCH's amended budget and related documents and confer with Herrick's team regarding same.	0.30
04/21/21	G. Utlik	B110	Review Court's notices and docket updates regarding case status, court hearing, approval of the settlement.	0.20
04/21/21	G. Utlik	B160	Review correspondence and draft invoices from Dan Scouler.	0.20
04/21/21	R. Ginzburg	B320	Call with S. Selbst and G. Utlik regarding revisions to plan	0.40

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			after shareholder vote.	
04/21/21	R. Ginzburg	B230	Review updated budget and update notice of budget and MORs to include updated budget.	0.90
04/21/21	R. Ginzburg	B230	Confer with G. Utlik and L. Poretsky regarding notice of amended budget.	0.10
04/21/21	L. Poretsky	B110	Prepare for filing and e-file Notice of First Amended Budget and March Operating report.	0.30
04/21/21	L. Poretsky	B110	Prepare for service and serve Notice of First Amended Budget and March Operating report.	0.20
04/21/21	L. Poretsky	B110	Assist team with finalizing Notice of First Amended Budget and March Operating report.	0.20
04/22/21	S. Selbst	B130	Telephone conference with [REDACTED] re sale of Barclay Building and send him information.	0.40
04/22/21	S. Selbst	B130	Telephone conference with J Hubbard re sale of Barclay Building.	0.40
04/22/21	S. Selbst	B230	Discuss budget issues with G Utlik.	0.30
04/22/21	G. Utlik	B260	Attend conference call with RLCH's Board of Directors, CRO and Rachel Ginzburg.	0.70
04/22/21	G. Utlik	B260	Outline agenda and talking points for the conference call with RLCH's Board of Directors and the CRO.	0.30
04/22/21	R. Ginzburg	B260	Confer with board of directors regarding steps moving forward with sale and plan.	0.70
04/22/21	L. Poretsky	B110	Draft, review, finalize and e-file affidavit of service of Notice of amended budget and March operating report	0.50
04/22/21	L. Poretsky	B160	Assemble, finalize and upload proposed order re first fee application	0.10
04/23/21	J. Goldberg	B320	Email correspondence with R. Werth re: timing of draft plan and disclosure statement.	0.10
04/23/21	S. Selbst	B130	Telephone conference with [REDACTED] re marketing of Barclay Building.	0.40
04/23/21	S. Selbst	B130	Send condo plan and inspection report to [REDACTED]	0.30
04/23/21	G. Utlik	B320	Follow up emails with Robert Werth regarding RLCH's chapter 11 plan and timeline for review.	0.20
04/23/21	G. Utlik	B160	Confer with Lynn Ryan, Law Clerk to Honorable Robert E. Grossman, regarding issues with the uploaded order and re-upload the proposed order.	0.20
04/24/21	R. Ginzburg	B320	Revise plan of reorganization.	0.90
04/26/21	J. Goldberg	B110	T/C with Hsus counsel B. Musso re: settlement escrow.	0.20
04/26/21	S. Selbst	B320	Review revised draft of plan of reorganization.	0.90
04/26/21	G. Utlik	B320	Review and revise RLCH's chapter 11 plan.	1.30
04/26/21	R. Ginzburg	B320	Revise plan of reorganization to add in bidding	1.90


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			procedures provisions.	
04/26/21	R. Ginzburg	B160	Follow up with US Trustee regarding Marcus & Pollack retention application.	0.10
04/26/21	R. Ginzburg	B320	Confer with G. Utlik regarding plan and disclosure statement.	0.20
04/26/21	R. Ginzburg	B210	E-mail to client regarding SECODA issue.	0.10
04/27/21	S. Selbst	B130	Memo to L Lam and S Cheung re proposals by Keen and A&G.	0.20
04/27/21	S. Selbst	B130	Update L Chang on tentative budget to sell Barclay Building and discussion with R Kalikow re same.	0.40
04/27/21	S. Selbst	B320	Conference call with R Ginzburg and G Utlik re open issues on plan and disclosure statement.	0.60
04/27/21	S. Selbst	B320	Attention to email traffic from Roel counsel re plan and disclosure statement.	0.20
04/27/21	G. Utlik	B320	Draft and revise RLCH's plan of reorganization.	1.90
04/27/21	G. Utlik	B320	Draft and revise potential sale procedures for the Barclay Building.	2.40
04/27/21	G. Utlik	B320	Draft and revise RLCH's disclosure statement.	1.60
04/27/21	G. Utlik	B320	Draft email to Scott Markowitz and Robert Werth regarding RLCH's plan and disclosure statement.	0.20
04/27/21	R. Ginzburg	B320	Revise disclosure statement to include provisions regarding potential 363 sale.	1.50
04/27/21	R. Ginzburg	B320	Confer with S. Selbst and G. Utlik regarding finalizing plan and disclosure statement.	0.50
04/27/21	R. Ginzburg	B320	Further revise plan and disclosure statement.	1.10
04/28/21	G. Utlik	B160	Review the CRO's reports and records in advance of the filing.	0.30
04/28/21	R. Ginzburg	B320	Send e-mail to Debtor's CRO regarding liquidation analysis.	0.30
04/28/21	R. Ginzburg	B160	Review US Trustee's comments to Marcus & Pollack retention application (0.1); revise retention application (0.4).	0.50
04/28/21	R. Ginzburg	B160	Prepare CRO monthly operating reports for February and March.	0.60
04/28/21	R. Ginzburg	B160	Prepare M&P retention application for filing and proposed order for upload.	0.20
04/29/21	S. Selbst	B130	Work on sale and bidding procedures motion.	1.20
04/29/21	G. Utlik	B320	Conference call with Stephen Selbst regarding draft plan, case status, and pending confirmation issues.	0.20
04/29/21	G. Utlik	B160	Address issues related to notice, filing, and service of Marcus & Pollack's retention application and proposed order.	0.20


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
04/29/21	R. Ginzburg	B110	Confer with MA's office regarding filing CRO reports.	0.10
04/29/21	R. Ginzburg	B110	Confer with MA's office regarding filing Marcus & Pollack retention order and uploading the proposed order.	0.20
04/29/21	R. Ginzburg	B110	Service of CRO reports for February and March.	0.30
04/29/21	R. Ginzburg	B110	Service of Marcus & Pollack retention application.	0.20
04/30/21	L. Chang	B210	Call with Mitch Korbey and Stephen Selbst re use of building and possible change of use.	0.20
04/30/21	L. Chang	B320	Call with bankruptcy team re status of plan and comments from other counsel.	0.30
04/30/21	J. Goldberg	B320	T/C with S. Selbst, R. Ginzburg, G. Utlik re: plaintiff counsel comments to plan and disclosure statement.	0.20
04/30/21	J. Goldberg	B320	Email correspondence from R. Werth re: comments to plan and disclosure statement.	0.20
04/30/21	S. Selbst	B320	Conf call with G Utlik and R Ginzburg re plan comments.	0.30
04/30/21	S. Selbst	B320	Email S Markowitz re plan comments.	0.30
04/30/21	S. Selbst	B130	Conf call with L Lam and [REDACTED] re marketing of Barclay Building.	0.50
04/30/21	S. Selbst	B130	Conf call with L Chang and M Korbey re use of community space at Barclay Building.	0.30
04/30/21	S. Selbst	B130	Update L Lam re CofO usage of community space for medical offices at Barclay Building.	0.20
04/30/21	S. Selbst	B130	Respond to L Lam email re selection of broker to market Barclay Building.	0.30
04/30/21	S. Selbst	B130	Work on sale procedures motion.	0.70
04/30/21	G. Utlik	B130	Communications with the client's team and Herrick's team regarding Barclay Building, community space, brokers.	0.20
04/30/21	G. Utlik	B320	Review and revise RLCH's plan of reorganization.	1.40
04/30/21	G. Utlik	B320	Review and revise RLCH's disclosure statement.	1.70
04/30/21	G. Utlik	B160	Communications with Jeremy Sussman to address inquiries regarding time by Scouler Kirchhein for Financial Analysis in February and March.	0.10
04/30/21	G. Utlik	B320	Communications with Scott Markowitz and Robert Werth regarding open issues and comments to RLCH's plan and disclosure statement.	0.20
04/30/21	G. Utlik	B320	Confer with Rachel Ginzburg to address changes to the plan and disclosure statement.	0.20
04/30/21	G. Utlik	B320	Confer with Herrick's team regarding inquiries for the sale of the building and required changes to the plan and disclosure statement.	0.20
04/30/21	R. Ginzburg	B320	Revise disclosure statement.	1.30
04/30/21	R. Ginzburg	B320	Review comments to plan and disclosure statement and	0.10


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			set up call to discuss comments to plan.	
04/30/21	R. Ginzburg	B160	Review Scouler fees and correspond with D. Scouler to respond to US Trustee's inquiry regarding same.	0.40
04/30/21	R. Ginzburg	B320	Confer with team regarding plan of reorganization and disclosure statement.	0.20
04/30/21	R. Ginzburg	B130	Review and respond to e-mails regarding commercial space.	0.10
04/30/21	R. Ginzburg	B160	Review Marcus & Pollack retention order and draft e-mail regarding same.	0.30
04/30/21	R. Ginzburg	B320	Revise plan of reorganization.	1.90
TOTAL				\$79,667.50

LEGAL SERVICES SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
L. Chang	29.60	565.00	16,724.00
R. Ginzburg	43.30	370.00	16,021.00
J. Goldberg	12.70	565.00	7,175.50
L. Poretsky	6.90	290.00	2,001.00
S. Selbst	27.90	715.00	19,948.50
G. Utlik	33.90	525.00	17,797.50
TOTAL	154.30		\$79,667.50

MANAGING ATTORNEY'S OFFICE

Electronic/Paper Filing	120.00
Firm Default	60.00
Reviewing/Editing/Drafting Documents	60.00
TOTAL	\$240.00

TOTAL LEGAL SERVICES **\$79,907.50**

DISBURSEMENTS:
AMOUNT

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	<u>AMOUNT</u>
Duplication	0.00
Online Research	18.51
Pacer Charges	120.10
Postage & Shipping	0.00
Professional Services	1,643.00
TOTAL:	<u>\$1,781.61</u>

TASK SUMMARY

<u>Task Code</u>	<u>Task Description</u>	<u>Hours</u>	<u>Amount</u>
B110	Case Administration	10.00	3,851.00
B130	Asset Disposition	9.90	6,608.00
B160	Fee/Employment Applications	7.90	3,036.50
B190	Other Contested Matters	6.50	3,556.50
B210	Business Operations	5.60	2,959.00
B230	Financing/Cash Collections	5.00	2,216.50
B240	Tax Issues	0.50	262.50
B250	Real Estate	0.30	214.50
B260	Board of Directors Matters	43.90	24,567.00
B320	Plan and Disclosure Statement	65.50	32,636.00
TOTALS		155.10	\$79,907.50

PREVIOUS BILLS OUTSTANDING

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<u>Invoice #</u>	<u>Invoice Date</u>	<u>Original Amount</u>	<u>Less Credits Applied</u>	<u>Balance</u>
539210	11/12/20	124,184.39	96,540.40	27,643.99
540319	12/21/20	28,955.35	22,802.00	6,153.35
541072	01/08/21	36,334.36	27,889.60	8,444.76
541969	02/03/21	49,580.52	0.00	49,580.52
543375	03/08/21	82,150.70	0.00	82,150.70
544376	03/30/21	31,237.83	0.00	31,237.83
545987	05/07/21	43,332.90	0.00	43,332.90
Total Outstanding				\$248,544.05


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LEGAL SERVICES RENDERED:

<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
04/01/21	J. Goldberg	L160	Email correspondence with plaintiff's counsel re: executing stipulation of discontinuance.	0.10
04/16/21	J. Goldberg	L160	T/C with R. Werth re: settlement agreement and potential sale of Barclay building.	0.10
04/16/21	J. Goldberg	L160	T/C with L. Lam, L. Chang re: telephone call with R. Werth on settlement agreement and potential sale of Barclay building.	0.30
TOTAL				\$282.50

LEGAL SERVICES SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Goldberg	0.50	565.00	282.50
TOTAL	0.50		\$282.50

DISBURSEMENTS:

	<u>AMOUNT</u>
Pacer Charges	15.30
TOTAL:	\$15.30

TASK SUMMARY

<u>Task Code</u>	<u>Task Description</u>	<u>Hours</u>	<u>Amount</u>
L160	Settlement/Non-Binding ADR	0.50	282.50
TOTALS		0.50	\$282.50

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PREVIOUS BILLS OUTSTANDING

<u>Invoice #</u>	<u>Invoice Date</u>	<u>Original Amount</u>	<u>Less Credits Applied</u>	<u>Balance</u>
540318	12/21/20	47,564.55	37,518.40	10,046.15
541071	01/08/21	59,663.28	47,121.60	12,541.68
541970	02/03/21	5,732.45	0.00	5,732.45
543373	03/08/21	10,591.74	0.00	10,591.74
544375	03/30/21	18,428.00	0.00	18,428.00
545988	05/07/21	41,268.50	0.00	41,268.50
Total Outstanding				\$98,608.52


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LEGAL SERVICES RENDERED:

<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
05/02/21	G. Utlik	B320	Revise and supplement RLCH's disclosure statement.	1.20
05/02/21	R. Ginzburg	B320	Confer with S. Selbst and G. Utlik regarding status of plan and disclosure statement revisions.	0.20
05/03/21	J. Goldberg	B320	Email correspondence with R. Werth re: revised disclosure statement and plan.	0.10
05/03/21	S. Selbst	B320	Review and revise plan and disclosure statement.	1.30
05/03/21	G. Utlik	B320	Communications with Stephen Selbst regarding RLCH's draft chapter 11 plan and confirmation process.	0.20
05/03/21	G. Utlik	B320	Confer with Scott Markowitz, Manuel Roel's counsel, regarding status and revisions to the disclosure statement.	0.20
05/03/21	G. Utlik	B320	Revise and supplement RLCH's plan of reorganization.	1.40
05/03/21	R. Ginzburg	B320	Review and revise plan of reorganization and disclosure statement (1.1); send to Roel's counsel for further review (0.2).	1.30
05/04/21	S. Selbst	B320	Read S Markowitz comments on plan and disclosure statement.	0.40
05/04/21	S. Selbst	B130	Telephone conference with L. Lam and S. Cheung re sale of Barclay Building.	0.20
05/04/21	L. Poretsky	B110	Review certified mail receipt R/R upon Secoda and circulate for review	0.20
05/05/21	L. Chang	B210	Draft cover page for minutes of the shareholders meeting.	0.20
05/05/21	S. Selbst	B320	Review S Markowitz comments on plan and disclosure statement.	0.50
05/05/21	S. Selbst	B320	Discuss plan issues with G Utlik.	0.40
05/05/21	G. Utlik	B320	Address Scott Markowitz' comments to the plan and disclosure statement and confer with Rachel Ginzburg to resolve open issues.	0.30
05/05/21	G. Utlik	B320	Confer with Liliana Chang and Rachel Ginzburg regarding transfer of shareholders' shares and amendment of RLCH's schedules to the plan.	0.20
05/05/21	G. Utlik	B320	Emails and calls with Allan Mendelsohn, counsel for Maxim, regarding revisions to the plan and RLCH's confirmation timeline.	0.20
05/05/21	G. Utlik	B320	Communications with Scott Markowitz regarding his comments to RLCH's chapter 11 plan and disclosure	0.50


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			statement and follow up emails with Herrick's team regarding same.	
05/05/21	R. Ginzburg	B260	Review e-mail regarding transfer of equity shares and e-mail G. Utlik regarding same.	0.10
05/05/21	R. Ginzburg	B320	Confer with G. Utlik regarding revisions to plan and disclosure statement requested by counsel to Roel.	0.60
05/05/21	R. Ginzburg	B320	Review comments from counsel to Roel and revise plan in accordance with same.	0.60
05/05/21	R. Ginzburg	B160	Send Marcus & Pollack retention order to Glenn Borin.	0.10
05/05/21	R. Ginzburg	B260	Revise board resolutions regarding retention of broker.	0.40
05/06/21	S. Selbst	B320	Read and review revised drafts of chapter 11 plan and disclosure statement.	0.50
05/06/21	S. Selbst	B130	Email from clients re receipt of potential new offer for Barclay Building.	0.20
05/06/21	G. Utlik	B260	Communications with Lisa Lam regarding status and adjournment of upcoming call.	0.10
05/06/21	G. Utlik	B320	Follow up communications with Alan Mendelsohn and Rachel Ginzburg regarding RLCH's amended plan and disclosure statement.	0.30
05/06/21	G. Utlik	B320	Review amended RLCH's chapter 11 plan and disclosure statement.	0.90
05/06/21	G. Utlik	B320	Review and respond to inquires from Scott Markowitz regarding versions of the disclosure statement and the plan.	0.20
05/06/21	G. Utlik	B320	Diligence regarding scheduled and filed proof of claim to address unsecured creditors' class, potential withdrawal of Kone's proof of claim and recovery analysis under the plan.	0.40
05/06/21	R. Ginzburg	B320	Revise plan and disclosure statement in accordance with comments from Roel's counsel and send to G. Utlik.	1.70
05/06/21	R. Ginzburg	B260	Review e-mail from client and re-schedule call with board of directors to following week.	0.10
05/06/21	R. Ginzburg	B320	Send revised disclosure statement and plan of reorganization drafts to counsel to Roel and counsel to the secured lender.	0.30
05/06/21	R. Ginzburg	B110	Confer with L. Poretsky regarding certificate of service for Marcus & Pollack retention application.	0.10
05/06/21	L. Poretsky	B160	Revise and update second fee application and summaries	1.50
05/06/21	L. Poretsky	B160	Second fee application: analyze summaries of the fees in both matters	1.00
05/07/21	L. Chang	B320	Review/revise resolutions re broker engagement.	0.10


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
05/07/21	S. Selbst	B130	Tc potential broker re inspection of Barclay Building and sale process.	0.30
05/07/21	S. Selbst	B320	Emails from Roel counsel re plan and disclosure statement and Monday hearing.	0.30
05/07/21	S. Selbst	B190	Email re status of adversary proceeding and Monday conference.	0.30
05/07/21	S. Selbst	B130	Emails from L Lam re selection of broker and sale of Barclay Building.	0.30
05/07/21	G. Utlik	B320	Communications with potential buyer, Herrick's team, and the Board of Directors regarding potential buyer's potential interest in purchasing the building.	0.30
05/07/21	G. Utlik	B190	Communications with Lynn Ryan regarding upcoming hearing, notice of dismissal of the adversary proceeding and withdraw of Plaintiff's motions.	0.20
05/07/21	G. Utlik	B190	Communications with Scott Markowitz and Robert Werth regarding upcoming court hearing and the law clerk's request to withdraw motions to dismiss and to remand.	0.20
05/07/21	G. Utlik	B320	Communications with Allan Mendelsohn regarding RLCH's plan and disclosure statement and requests for a call to address any issues.	0.20
05/07/21	G. Utlik	B110	Communications with Herrick's team regarding inquires from Lynn Ryan, case status, and preparation of notice of dismissal and related documents to be filed and served in advance of the upcoming court hearing.	0.40
05/07/21	G. Utlik	B310	Review and revise draft email to counsel for Kone regarding potential withdrawal of the proof of claim.	0.10
05/07/21	G. Utlik	B110	Follow up emails with Scott Markowitz and Robert Werth regarding matters on the Court's calendar and preparation for the upcoming court hearing.	0.20
05/07/21	G. Utlik	B110	Review the Court's docket and calendar to prepare for the upcoming court hearing.	0.40
05/07/21	G. Utlik	B110	Review correspondence and draft outline for the upcoming court.	0.40
05/07/21	G. Utlik	B110	Review and revise Notice of Dismissal and confer with Larisa Poretsky regarding filing and service.	0.40
05/07/21	R. Ginzburg	B110	Confer with G. Utlik regarding preparation for status conference.	0.20
05/07/21	R. Ginzburg	B110	Draft talking points for May 10th status conference.	0.30
05/07/21	R. Ginzburg	B150	E-mail to KONE attorney regarding proof of claim.	0.10
05/07/21	L. Poretsky	B160	Draft R. Ginzburg's certification of service of Application to Employ Marcus & Pollack LLP as special counsel for tax certiorari matters and circulate for review	0.80


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
05/07/21	L. Poretsky	B190	Assemble notice of dismissal with exhibits for filing and e-file	0.80
05/07/21	L. Poretsky	B190	Compile service list and serve notice of dismissal upon all adv. pro. notice parties.	0.50
05/07/21	L. Poretsky	B190	Draft the Notice of dismissal of adversary proceeding and circulate for review	1.00
05/09/21	G. Utlik	B320	Communications with Scott Markowitz and Allan Mendelsohn regarding RLCH's chapter 11 plan.	0.10
05/10/21	L. Chang	B210	Review revised schedule of shareholders.	0.20
05/10/21	S. Selbst	B320	Review S Markowitz comments on plan and disclosure statement and G Utlik response.	0.60
05/10/21	S. Selbst	B190	Discuss potential adversary proceeding with J Goldberg.	0.20
05/10/21	S. Selbst	B190	Emails re dismissal of adversary proceeding and notice of dismissal.	0.30
05/10/21	S. Selbst	B130	Emails with L Lam re selection of broker.	0.20
05/10/21	G. Utlik	B320	Confer with Allan Mendelsohn regarding the latest draft chapter 11 plan.	0.10
05/10/21	G. Utlik	B320	Follow up emails with Scott Markowitz regarding his comments to the revised chapter 11 plan.	0.20
05/10/21	G. Utlik	B110	Attend morning court hearing regarding pre-trial and status conference.	1.20
05/10/21	G. Utlik	B110	Attend afternoon court hearing regarding pre-trial and status conference.	1.10
05/10/21	G. Utlik	B110	Review documents, client correspondence and prepare talking point in advance of the upcoming court hearing.	0.50
05/10/21	G. Utlik	B320	Conference call with Scott Markowitz regarding his comments to the latest draft chapter 11 plan.	0.20
05/10/21	G. Utlik	B320	Draft and revise RLCH's chapter 11 plan.	0.60
05/10/21	G. Utlik	B110	Emails with Dan Scouler regarding the agenda for the upcoming court hearing.	0.10
05/10/21	G. Utlik	B110	Communications with Chambers, Rachel Ginzburg and the clients regarding different dial and logistics for attendance of the court hearing.	0.20
05/10/21	G. Utlik	B320	Follow up emails with Scott Markowitz, counsel for Roel, and Alan Mendelsohn, counsel for Maxim, regarding the court hearings and consent to the filing of RLCH's chapter 11 plan.	0.10
05/10/21	G. Utlik	B320	Work with Rachel Ginzburg to address the amended plan of reorganization, unresolved comments and edits to the plan.	0.40
05/10/21	G. Utlik	B110	Review draft affidavit of service regarding the notice of dismissal of the adversary proceeding.	0.10


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
05/10/21	G. Utlik	B320	Draft email to Scott Markowitz with the latest chapter 11 plan and a redline reflecting changes discussed earlier.	0.30
05/10/21	R. Ginzburg	B110	Appear for morning status conference.	1.20
05/10/21	R. Ginzburg	B160	Review and revise April bill to ensure compliance with US Trustee guidelines.	1.70
05/10/21	R. Ginzburg	B110	Prepare April monthly operating report template and send to Debtor's treasurer.	0.40
05/10/21	R. Ginzburg	B110	Appear for afternoon status conference.	1.00
05/10/21	R. Ginzburg	B320	Confer with G. Utlik regarding plan revisions.	0.40
05/10/21	R. Ginzburg	B320	Review revisions to plan and review disclosure statement to determine whether corresponding changes need to be made.	0.20
05/10/21	R. Ginzburg	B320	Revise plan to indicate shareholder ownership after sale of certain shares.	0.20
05/10/21	R. Ginzburg	B160	Respond to U.S. Trustee inquiry regarding CRO reports.	0.10
05/10/21	L. Poretsky	B160	Analyze data provided by billing department related to the HF fee application as such time and amounts by bankruptcy codes and per attorney to confirm coherence	0.80
05/10/21	L. Poretsky	B190	Draft, revise and finalize affidavit of service of notice of dismissal and circulate for review	0.80
05/10/21	L. Poretsky	B110	Email to judge deputy list of May 10th hearing attendants	0.30
05/10/21	L. Poretsky	B110	Request list of May 10th hearing attendants form the team	0.20
05/11/21	S. Selbst	B130	Discuss retention application with potential broker.	0.30
05/11/21	S. Selbst	B130	Telephone conference with potential broker regarding potential retention.	0.20
05/11/21	S. Selbst	B160	Discuss motion to retain broker with R Ginzburg.	0.10
05/11/21	S. Selbst	B320	Discuss motion to approve disclosure statement with G Utlik.	0.30
05/11/21	G. Utlik	B320	Follow up with Scott Markowitz regarding approval of the plan and disclosure statement.	0.20
05/11/21	G. Utlik	B260	Communications with Lisa Lam and Steven Cheung regarding case status.	0.10
05/11/21	R. Ginzburg	B320	Revise motion to approve disclosure statement.	2.30
05/11/21	L. Poretsky	B160	Revise second fee application and circulate to the team for review	0.50
05/11/21	L. Poretsky	B320	Draft motion to reduce time for notice of hearing on disclosure statement motion	0.50
05/11/21	L. Poretsky	B190	Follow up on a status of the affidavit of service of notice	0.10


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			to dismiss for filing	
05/11/21	L. Poretsky	B160	Follow up on a status of the affidavit of service of application to Employ Marcus & Pollack for filing	0.20
05/12/21	J. Goldberg	B320	Email correspondence with R. Ginzburg re: scheduling of plan confirmation hearing.	0.20
05/12/21	S. Selbst	B320	Attention to S Markowitz comments on plan.	0.30
05/12/21	S. Selbst	B160	Telephone conferences with brokers re retention of A&G Realty Partners.	0.60
05/12/21	S. Selbst	B160	Locate and send A&G sample retention papers to R Ginzburg.	0.50
05/12/21	G. Utlik	B110	Review the Court's docket entries and notice in error regarding confirmation and resolve the issues with the Herrick's team regarding confirmation timeline and Chambers.	0.30
05/12/21	G. Utlik	B320	Review proposed confirmation timeline and confer with Herrick's team to address upcoming Court status conference and related scheduling issues.	0.20
05/12/21	R. Ginzburg	B320	Revise motion to reduce time for disclosure statement hearing and affirmation in support of same.	2.10
05/12/21	R. Ginzburg	B320	Attention to issue regarding confirmation hearing.	0.50
05/12/21	R. Ginzburg	B310	E-mail to KONE attorney regarding proof of claim.	0.10
05/12/21	L. Poretsky	B320	Continue to draft Motion to Reduce Time and Proposed Order	1.00
05/12/21	L. Poretsky	B320	Draft affidavit of G. Utlik in support of motion to reduce time	0.80
05/12/21	L. Poretsky	B110	Analyze docket for deadlines and hearing dates and calendar accordingly	0.30
05/12/21	L. Poretsky	B320	Confer with team re scheduling of confirmation hearing	0.30
05/13/21	S. Selbst	B160	Email to J Hubbard re retention letter for A&G Realty Partners.	0.20
05/13/21	S. Selbst	B130	Update call with L Chang re sale of Barclay Building, viewing of property by new bidders and status of retention application.	0.40
05/13/21	S. Selbst	B160	Review email traffic re retention of brokers.	0.30
05/13/21	S. Selbst	B320	Discuss motion to approve disclosure statement with R Ginzburg.	0.10
05/13/21	G. Utlik	B320	Draft and supplement motion to shorten time.	0.80
05/13/21	G. Utlik	B320	Draft proposed order to approve motion to shorten time.	0.40
05/13/21	G. Utlik	B320	Draft the Declaration of George Utlik in support of the motion to shorten time on the hearing regarding motion to approve RLCH's disclosure statement..	0.50


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
05/14/21	S. Selbst	B320	Review and provide comments on motion to shorten time to consider disclosure statement	0.40
05/14/21	S. Selbst	B320	Review and provide comments on liquidation analysis.	0.60
05/14/21	S. Selbst	B160	Review A&G retention agreement.	0.50
05/14/21	G. Utlik	B320	Revise motion to approve RLCH's Disclosure Statement.	1.90
05/14/21	G. Utlik	B320	Revise proposed Order granting Motion for approval of the Disclosure Statement.	0.90
05/14/21	G. Utlik	B320	Revise and finalize RLCH's disclosure Statement and confer with Larisa Poretsky and Rachel Ginzburg to address the latest revision and open issues regarding the Disclosure Statement.	0.50
05/14/21	G. Utlik	B320	Draft email to Stephen Selbst regarding RLCH's motions to shorten and motion for approval of the disclosure statement and related documentation.	0.40
05/14/21	G. Utlik	B320	Revise proposed notices and ballots as Exhibits 1, 1-A, 2 and 3 to the proposed order approving disclosure statement.	0.80
05/14/21	G. Utlik	B320	Review the latest revisions to the motion to reduce time and affirmation in support of the motion and confer with Herrick's team regarding same.	0.40
05/14/21	G. Utlik	B320	Review RLCH's latest liquidation analysis and confer with Dan Scouler and Rachel Ginzburg regarding same.	0.30
05/14/21	R. Ginzburg	B320	Confer with S. Selbst regarding revisions to motion for approval of disclosure statement.	0.10
05/14/21	R. Ginzburg	B320	Revise motion to reduce time for approval of disclosure statement.	1.00
05/14/21	R. Ginzburg	B320	Finalize disclosure statement.	1.70
05/14/21	R. Ginzburg	B320	Put together plan and disclosure statement package for Board of Directors and send to Board for review.	0.80
05/14/21	R. Ginzburg	B320	Send liquidation analysis to G. Utlik and S. Selbst.	0.20
05/16/21	R. Ginzburg	B320	Review and consider Board's comments and questions on disclosure statement.	0.20
05/17/21	J. Goldberg	B320	Review plan and disclosure statement approved by counsel to Roel and to lender Maxim.	0.50
05/17/21	S. Selbst	B320	Conference call wth clients and R. Ginzburg regarding plan comments.	0.50
05/17/21	S. Selbst	B260	Email D Scouler re D&O coverage.	0.20
05/17/21	S. Selbst	B160	Email R Ginzburg re A&G retention.	0.20
05/17/21	G. Utlik	B320	Analyze open issues and comments from Rachel Ginzburg regarding the Disclosure Statement, including proposed sale and minimal price issues.	0.40
05/17/21	G. Utlik	B320	Analyze the latest version of the chapter 11 plan and	0.40


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			redline to address administrative expense reserve and payments to the equity holders and confer with Herrick's team regarding same.	
05/17/21	G. Utlik	B320	Confer with the Board of Directors and Herrick's team regarding open issues regarding the disclosure statement in advance of the filing.	0.40
05/17/21	G. Utlik	B320	Confer with Herrick's team to address questions from Lisa Lam regarding the plan and disclosure statement.	0.30
05/17/21	G. Utlik	B320	Communications with client and Herrick's team regarding anticipated expenses post-confirmation.	0.20
05/17/21	R. Ginzburg	B320	Attention to administrative expense reserve language and questions with respect to insurance.	1.00
05/17/21	R. Ginzburg	B160	Draft A&G Realty retention application.	2.20
05/17/21	R. Ginzburg	B320	Work on addressing issues raised by the Board.	0.30
05/17/21	R. Ginzburg	B320	Confer with S. Selbst regarding plan issues.	0.10
05/17/21	R. Ginzburg	B320	Call with board, S. Selbst, and G. Utlik regarding board's questions regarding plan.	0.50
05/18/21	S. Selbst	B320	Review revisions to plan and send comments to R Ginzburg.	0.60
05/18/21	S. Selbst	B260	Review email traffic re D&O coverage for directors.	0.40
05/18/21	S. Selbst	B160	Review and revise application to retain A&G Realty Partners.	0.50
05/18/21	G. Utlik	B260	Attend conference call with the Board of Directors, the CRO and Rachel Ginzburg regarding RLCH's post-confirmation operations, anticipated expenses and the wind down budget.	0.70
05/18/21	G. Utlik	B320	Communications with counsel for Manuel Roel to provide an update regarding revisions to the plan and disclosure statement and anticipated filing of the motion for approval of the disclosure statement.	0.20
05/18/21	G. Utlik	B320	Analyze and address issues regarding reserve requirements and categories of expenses to be addressed to the chapter 11 plan.	0.40
05/18/21	G. Utlik	B320	Communications with Rachel Ginzburg to resolve issues regarding RLCh's reserve requirements.	0.30
05/18/21	G. Utlik	B320	Analyze amended chapter 11 plan and confer with Stephen Selbst and Rachel Ginzburg regarding same.	0.40
05/18/21	R. Ginzburg	B320	Confer with Debtor's Board of Directors, Debtor's CRO, and G. Utlik regarding revisions to plan and disclosure statement.	0.70
05/18/21	R. Ginzburg	B320	Revise plan in accordance with comments from Debtor's board of directors and CRO.	0.70
05/18/21	R. Ginzburg	B320	Circulate revised plan to team for further comments.	0.10


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05/18/21	R. Ginzburg	B320	Confer with S. Selbst regarding plan revisions.	0.10
05/19/21	S. Selbst	B130	Discuss timing of sale and timeline with J Hubbard of A&G.	0.50
05/19/21	S. Selbst	B160	Review and respond to client comments on A&G.	0.30
05/19/21	S. Selbst	B320	Review S Markowitz plan comments.	0.40
05/19/21	G. Utlik	B320	Review draft emails to counsel for Maxim and Manuel Roel, along with redlines of the amended chapter 11 plan and disclosure statement and request their consent to the filing.	0.30
05/19/21	G. Utlik	B320	Review and revise motion for approval of disclosure statement and confer with Rachel Ginzburg regarding changes to certain dates.	0.40
05/19/21	G. Utlik	B160	Follow up communications with Jeremy Sussman, counsel for the US trustee, and Rachel Ginzburg regarding CRO reports and Scouler Kirschhein's invoices.	0.20
05/19/21	G. Utlik	B110	Review draft April monthly operating report.	0.30
05/19/21	G. Utlik	B320	Communications with Lisa Lam, Steven Cheung, Dan Scouler and Herrick's team regarding approval and execution of the final chapter 11 plan.	0.20
05/19/21	R. Ginzburg	B320	Prepare and circulate revised plan to Debtor's Board and Debtor's CRO.	0.20
05/19/21	R. Ginzburg	B320	Finalize revised disclosure statement and plan and send to counsel to Roel and Maxim.	0.70
05/20/21	S. Selbst	B160	Review client comments on A&G engagement.	0.20
05/20/21	S. Selbst	B320	Review motion to shorten time on disclosure statement.	0.40
05/20/21	G. Utlik	B320	Confer with Rachel Ginzburg regarding confirmation timeline, motion for approval of the disclosure statement and related issues.	0.40
05/20/21	G. Utlik	B130	Emails with the client and communications with Rachel Ginzburg to schedule a client call to address open issues regarding the sale timeline.	0.20
05/20/21	G. Utlik	B130	Analyze Jeff Hubbard's timeline for a sale of the Barclays Building and confer with Herrick's team regarding related issues.	0.30
05/20/21	G. Utlik	B110	Analyze issues regarding April monthly operating report, April mortgage statement, and confer with Dan Scouler and Zhen Lin regarding open issues.	0.20
05/20/21	G. Utlik	B320	Communications with Scott Markowitz and Alan Mendelsohn regarding approval of the plan and disclosure statement.	0.10
05/20/21	G. Utlik	B160	Review proposed A&G Service Agreement for broker services.	0.30
05/20/21	G. Utlik	B310	Analyze research results regarding scheduled contingent	0.40


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			claims and confer with Rachel Ginzburg regarding same.	
05/20/21	R. Ginzburg	B130	Review and analyze draft timeline for sale and e-mail to clients regarding same.	0.30
05/20/21	R. Ginzburg	B110	Finalize April MOR and send to Debtor's board.	0.70
05/20/21	R. Ginzburg	B320	Review e-mail from counsel to Roel regarding plan and disclosure statement and respond to same.	0.10
05/20/21	R. Ginzburg	B130	Review e-mail from client regarding timeline for marketing and sale process, and draft response to same.	0.20
05/20/21	R. Ginzburg	B160	Revise A&G agreement.	0.70
05/20/21	R. Ginzburg	B320	Prepare plan, disclosure statement, and motion for disclosure statement documents for filing.	2.20
05/21/21	G. Utlik	B320	Review finalized Motion to Shorten, Utlik Affirmation; Plan of Reorganization, Disclosure Statement, Motion to approve disclosure statement and proposed order in advance of the filing and service.	1.20
05/21/21	G. Utlik	B320	Work with Larisa Poretsky to revise and resolve open issues regarding filing and service of the motion papers and upload of the proposed order granting motion to shorten.	0.40
05/21/21	G. Utlik	B130	Confer with the Board of Directors and the CRO regarding the terms of retention of the broker, the anticipated sale timeline, and related issues.	0.60
05/21/21	G. Utlik	B130	Review proposed timeline and correspondence to prepare for a call with RLCH's Board of Directors.	0.20
05/21/21	G. Utlik	B320	Confer with Herrick's team regarding anticipated filing of the motion for approval of the disclosure statement, plan, service and related issues.	0.30
05/21/21	G. Utlik	B320	Communications with counsel for Maxim and Manuel Roel regarding their consent to file RLCH's chapter 11 plan and disclosure statement.	0.20
05/21/21	G. Utlik	B320	Review and revise RLCH's plan, disclosure statement, and motion for approval of the disclosure statement and proposed order.	0.80
05/21/21	G. Utlik	B320	Review and revise motion to shorten and affirmation in support regarding motion for approval of the disclosure statement.	0.30
05/21/21	G. Utlik	B320	Confer with Larisa Poretsky regarding anticipated filing and service of the motion for approval of the disclosure statement and related documentation.	0.20
05/21/21	R. Ginzburg	B160	Call with Debtor's board and Debtor's CRO to discuss terms of A&G retention.	0.70
05/21/21	L. Poretsky	B320	Revise, assemble and finalize disclosure statement and	0.90


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			e-file	
05/21/21	L. Poretsky	B320	Revise, assemble and finalize plan and e-file	0.60
05/21/21	L. Poretsky	B320	Revise, assemble and finalize Motion to confirm disclosure statement and e-file	0.80
05/21/21	L. Poretsky	B320	Revise, assemble and finalize motion to reduce time for service and affidavit in support and e-file	0.70
05/21/21	L. Poretsky	B320	Prepare proposed order approving reduce time for service for uploading and upload via court website	0.40
05/21/21	L. Poretsky	B320	Obtain copies of filed documents and serve accordingly via e-mail	0.40
05/23/21	R. Ginzburg	B110	E-mail to G. Utlik regarding April MORs.	0.10
05/24/21	J. Goldberg	B320	Email correspondence with M. Chen, counsel to certain shareholders, re: status of plan.	0.20
05/24/21	G. Utlik	B160	Review and revise draft agreement with A&G regarding their broker services and compensation ranges to address the client's comments.	0.60
05/24/21	G. Utlik	B320	Communications with Janice Goldberg regarding status, filed plan, confirmation timeline to address inquiries from certain shareholders.	0.20
05/24/21	G. Utlik	B110	Analyze RLCH's monthly operating report and documentation in advance of the filing.	0.40
05/24/21	G. Utlik	B320	Review and update the list of the parties to be served with the plan and disclosure statement and revise affidavit of service to address service of the documents.	0.30
05/24/21	G. Utlik	B110	Communications with Rachel Ginzburg, Janice Goldberg and Larisa Poretsky to update service list and to address related issues.	0.20
05/24/21	G. Utlik	B320	Communications with Chambers and Herrick's team regarding filed motion papers, plan, disclosure statement, inquiries regarding distributions, and the entry of the proposed order scheduling the hearing.	0.30
05/24/21	G. Utlik	B110	Review Lisa Lam's questions and email regarding Esther Hsu's inquiries and confer with Larisa Poretsky to address same.	0.20
05/24/21	R. Ginzburg	B320	Review communications from shareholder attorney requesting information about plan confirmation timing and send e-mail regarding same.	0.10
05/24/21	R. Ginzburg	B190	E-mail correspondence with J. Goldberg regarding motion to dismiss and motion for remand.	0.10
05/24/21	R. Ginzburg	B160	Revise A&G Services Agreement.	0.30
05/24/21	L. Poretsky	B110	Serve April 2021 monthly operating report upon all parties on notice	0.40
05/24/21	L. Poretsky	B110	Revise service list by e-mail per Lisa Lam's request for	0.40


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			shareholders privacy and new e-mail address.	
05/24/21	L. Poretsky	B320	Analyze court Order Reducing the Time for Notice re service instructions;	0.20
05/24/21	L. Poretsky	B320	Setup and arrange service via mail upon all creditors and interested parties of order reducing time for notice of hearing to confirm disclosure statement, motion, plan, disclosure statement and motion to reduce time.	0.90
05/24/21	L. Poretsky	B320	Service via e-mail upon all notice parties of order reducing time for notice of hearing to confirm disclosure statement, motion, plan, disclosure statement and motion to reduce time.	0.50
05/24/21	L. Poretsky	B110	Analyze, prepare for filing and e-file April 2021 monthly operating report	0.60
05/24/21	L. Poretsky	B110	Analyze Lisa Lam's request related to procedure of the service of documents and circulate proposed changes to the team for review and approval	0.50
05/25/21	S. Selbst	B160	Review revised draft of A&G Retention letter and discuss with R Ginzburg.	0.40
05/25/21	S. Selbst	B190	Email from First American re status of lis pendens on Barclay Building.	0.30
05/25/21	G. Utlik	B160	Review and revise A&G's retention application and confer with RLCH's board of directors, the CRO, and Rachel Ginzburg to address related issues.	0.30
05/25/21	G. Utlik	B160	Confer with Rachel Ginzburg regarding the proposed compensation structure for A&G.	0.30
05/25/21	G. Utlik	B110	Follow up with Larisa Poretsky and Exela to complete service of the filed motion papers and order shortening notice of the hearing.	0.20
05/25/21	R. Ginzburg	B160	Further revise A&G Service Agreement.	0.50
05/25/21	R. Ginzburg	B160	Finalize new draft of A&G Services Agreement and send to clients for approval.	0.60
05/26/21	S. Selbst	B160	Emails with R Ginzburg et al re terms of A&G retention.	0.30
05/26/21	S. Selbst	B160	T/c J Hubbard re A&G retention.	0.30
05/26/21	S. Selbst	B190	Emails with counsel re discharge of state court lis pendens and discharge of bond.	0.30
05/26/21	S. Selbst	B190	T/c with bonding company re discharge of surety bond for Barclay Building location.	0.30
05/26/21	G. Utlik	B130	Communications with Stephen Selbst regarding status, amended terms of engagement for A&G and related issues.	0.30
05/26/21	G. Utlik	B110	Follow up communications with Robert Werth, counsel for Manuel Roel, regarding anticipated compliance with the settlement agreement, including filing Notices of	0.40


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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			Withdrawal and dismissal of state court action.	
05/26/21	G. Utlik	B160	Analyze and revise the latest agreement with A&G and draft email to Jeff Hubbard regarding revised engagement agreement and a redline.	0.40
05/26/21	G. Utlik	B120	Review correspondence and analyze issues related to Atlantic Specialty Insurance Company and the bond issues.	0.30
05/26/21	G. Utlik	B110	Review court's notice regarding the amended procedure for filing the debtor's chapter 11 reports and compliance with the US Trustee's program.	0.20
05/26/21	R. Ginzburg	B160	Revise A&G services agreement in accordance with client's request.	0.30
05/26/21	R. Ginzburg	B160	Confer with S. Selbst regarding A&G retention terms.	0.40
05/26/21	R. Ginzburg	B210	Review e-mail from insurance company with respect to bond and correspond with J. Goldberg regarding same.	0.10
05/26/21	R. Ginzburg	B160	Confer with G. Utlik regarding A&G service agreement.	0.20
05/27/21	S. Selbst	B160	T/c J Hubbard re A&G retention.	0.40
05/27/21	S. Selbst	B160	Review terms of comparable retentions in real estate cases.	0.60
05/27/21	S. Selbst	B160	Conf call with S Cheung and L Lam re A&G retention.	0.40
05/27/21	S. Selbst	B190	T/c J Halloran re surety bond on Barclay Building project.	0.30
05/27/21	G. Utlik	B160	Communications with Lisa Lam and Stephen Selbst regarding A&G's position regarding amendment of the engagement and the range of broker's fees and impact on the potential sale.	0.20
05/27/21	G. Utlik	B260	Prepare for and attend conference call with RLCH's Board of Directors, the CRO and Herrick's team regarding engagement of the broker and related issues, confirmation timeline and related issues.	0.70
05/27/21	G. Utlik	B110	Review and revise affidavit of service of the documents filed on May 21 and May 24 and confer with Larisa Poretsky regarding same.	0.20
05/27/21	G. Utlik	B110	Review Notice of Withdrawal of Manuel Roel's Motion to Dismiss.	0.10
05/27/21	R. Ginzburg	B260	Confer with board of directors regarding various issues including A&G retention, plan confirmation process, and other operational issues.	0.60
05/27/21	R. Ginzburg	B160	Review communications from clients regarding A&G retention.	0.10
05/27/21	R. Ginzburg	B160	Confer with G. Utlik regarding issues relating to A&G retention.	0.10
05/27/21	L. Poretsky	B320	Confirm that service of plan, disclosure statement, motions and order reducing time for notice was	0.20

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<u>DATE</u>	<u>NAME</u>	<u>TASK CODE</u>	<u>NARRATIVE</u>	<u>HOURS</u>
			complete.	
05/27/21	L. Poretsky	B320	Draft, revise and finalize affidavit of service of plan, disclosure statement, motions and order reducing time for notice and circulate for review	1.00
05/27/21	L. Poretsky	B110	Follow up on a status of the affidavits of service pending approval	0.20
05/28/21	G. Utlik	B160	Confer with Herrick's team regarding retention of the broker and pending fee application issues.	0.20
05/28/21	G. Utlik	B110	Confer with U.S. Trustee and Herrick's team regarding case status and adjournment of the upcoming status conference before Judge Grossman.	0.10
05/28/21	R. Ginzburg	B160	Revise A&G agreement and send to board.	0.40
05/28/21	R. Ginzburg	B160	Review documents necessary for filing Marcus & Pollack fee application.	0.30
TOTAL				\$53,881.00

LEGAL SERVICES SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
L. Chang	0.50	565.00	282.50
R. Ginzburg	36.00	370.00	13,320.00
J. Goldberg	1.00	565.00	565.00
L. Poretsky	20.30	290.00	5,887.00
S. Selbst	18.60	715.00	13,299.00
G. Utlik	39.10	525.00	20,527.50
TOTAL	115.50		\$53,881.00

DISBURSEMENTS:

	<u>AMOUNT</u>
Court Reporter	719.75
Online Research	25.75
TOTAL:	\$745.50

TASK SUMMARY

**HERRICK**

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<u>Task Code</u>	<u>Task Description</u>	<u>Hours</u>	<u>Amount</u>
B110	Case Administration	14.90	6,474.00
B120	Asset Analysis and Recovery	0.30	157.50
B130	Asset Disposition	4.70	2,884.00
B150	Mtgs/Communications w/Creditor	0.10	37.00
B160	Fee/Employment Applications	21.80	10,070.50
B190	Other Contested Matters	5.70	2,605.00
B210	Business Operations	0.50	263.00
B260	Board of Directors Matters	3.40	1,713.00
B310	Claims Administration & Object	0.60	299.50
B320	Plan and Disclosure Statement	63.50	29,377.50
TOTALS		115.50	\$53,881.00

PREVIOUS BILLS OUTSTANDING

<u>Invoice #</u>	<u>Invoice Date</u>	<u>Original Amount</u>	<u>Less Credits Applied</u>	<u>Balance</u>
539210	11/12/20	124,184.39	100,049.29	24,135.10
540319	12/21/20	28,955.35	23,254.85	5,700.50
541072	01/08/21	36,334.36	29,361.96	6,972.40
541969	02/03/21	49,580.52	0.00	49,580.52
543375	03/08/21	82,150.70	0.00	82,150.70
544376	03/30/21	31,237.83	0.00	31,237.83
545987	05/07/21	43,332.90	0.00	43,332.90
547460	06/09/21	81,689.11	0.00	81,689.11
Total Outstanding				\$324,799.06

EXHIBIT D

(SUMMARY OF EXPENSES)

Description	Amount billed
Court Reporter	\$719.75
Online research - West	\$44.26
Pacer charges	\$135.40
Postage	\$350.90
Professional Services	\$1,643.00
Total	\$2,893.31

EXHIBIT E

(CERTIFICATION)

HERRICK, FEINSTEIN LLP
Stephen B. Selbst
Janice Goldberg
Rachel H. Ginzburg
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New York, New York 10016
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Attorneys for the Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

In re

RLCH, INC.,

Debtor.

Chapter 11

Case No. 20-43052 (REG)

**CERTIFICATION PURSUANT TO THE GUIDELINES FOR FEES AND
DISBURSEMENTS FOR PROFESSIONALS IN THE EASTERN DISTRICT OF
NEW YORK BANKRUPTCY CASES IN SUPPORT OF THE THIRD FEE
APPLICATION OF HERRICK FEINSTEIN, LLP**

I, Stephen B. Selbst, hereby declare that the following is true and correct to the best of my knowledge, information, and belief:

1. I am a member of the firm of Herrick, Feinstein LLP (“Herrick”), which maintains offices for the practice of law at, among other places, 2 Park Avenue, New York, NY 10016. I am an attorney at law, admitted in, practicing in, and a member in good standing of, among others, the bars of the States of New York, the Eastern District of New York, and the Southern District of New York.

2. I submit this certification in support of the Third Interim Fee Application of Herrick, Feinstein LLP for Allowance of Fees and Reimbursement of Expenses Incurred as Bankruptcy Counsel to the Debtor for the Period March 1, 2021 through May 31, 2021 (the “Fee Application”) for an award of compensation for services rendered and reimbursement of expenses in connection with representing RLCH, Inc., a debtor and debtor in possession (the “Debtor”), pursuant to the Guidelines. I am a professional designated by Herrick with the responsibility for compliance with the Guidelines.

3. I have read the Fee Application and to the best of my knowledge, information and belief, formed after reasonable inquiry, the Fee Application complies with the requirements set forth in the Guidelines. To the best of my knowledge, information and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Guidelines, as set forth in the Fee Application and in the exhibits annexed thereto. The fees and disbursements sought by Herrick are billed at rates and in accordance with the practices customarily employed by Herrick and generally accepted by Herrick’s clients.

4. Herrick will serve a copy of its Fee Application upon the Debtor’s President, Vice President, and CRO, the Office of the United States Trustee, and counsel to Maxim.

5. It is currently anticipated that I will represent Herrick at the hearing on the Fee Application.

6. In making disbursements and incurring expenses on behalf of the Debtor, Herrick has sought only to obtain reimbursement and not to make a profit on such disbursements. To the best of my knowledge, in charging for a particular service, Herrick does not include in the amount of reimbursement amortization of the cost of any investment, equipment or capital outlay. With respect to reimbursement for services which have been purchased or contracted from a third party,

Herrick requests only the amount billed to it by the third-party vendor and paid by or incurred by Herrick to such vendor. A summary of Herrick's disbursements and expenses incurred during the Service Period is attached as **Exhibit D** to the Fee Application and the receipts and miscellaneous back-up documentation will be made available upon request.

7. The Debtor has been provided with statements of fees and disbursements accrued during the Service Period in accordance with the Guidelines.

8. To the extent that the Fee Application does not comply in all respects with the requirements of Local Bankruptcy Rule 2016-1, I believe that such deviations are not material and respectfully request that any such requirements be waived.

Dated: October 8, 2021
New York, New York

/s/ Stephen B. Selbst
Stephen B. Selbst

EXHIBIT F
(HERRICK RETENTION ORDER)

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

In re

RLCH, INC.,

Debtor.

Chapter 11

Case No. 20- 43052 (REG)

**ORDER APPROVING EMPLOYMENT
OF HERRICK, FEINSTEIN LLP AS COUNSEL FOR THE DEBTOR**

Upon the application (the “Application”)¹ of the above-captioned debtor (the “Debtor”) seeking approval of the Debtor’s employment of Herrick, Feinstein LLP (“Herrick”) as its counsel in connection with this Chapter 11 Case, under sections 105(a), 327(a), 328(a) and 329 of the Bankruptcy Code, Bankruptcy Rules 2002, 2014 and 2016, and Local Rule 2014-1 and 2016-1, effective as of the Petition Date; and upon the Court’s consideration of the Application, the Declaration of Stephen B. Selbst (the “Selbst Declaration”), the First Day Declarations; and upon notice of the hearing on the Application (the “Hearing”) having been given in accordance with Bankruptcy Rules 2002 and 2014; and the Hearing having been held and concluded; and all objections, if any, to the relief requested in the Application having been withdrawn, resolved, or overruled by the Court; and it appearing to the Court that granting the relief requested is fair and reasonable and is in the best interests of the Debtor, its estate, its creditors and equity holders; and after due deliberation and consideration; and for good and sufficient cause appearing therefor; it is hereby

ORDERED, that the Application is granted as set forth herein; and it is further

¹ Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Application.

ORDERED, that pursuant to section 327(a) of the Bankruptcy Code and Bankruptcy Rule 2014, the Debtor is authorized to employ and retain Herrick as its counsel on the terms and conditions set forth in the Application and Engagement Letter; and it is further

ORDERED, that any disputes regarding Herrick's fees during the pendency of this Chapter 11 Case shall be subject to the exclusive jurisdiction of the Bankruptcy Court, notwithstanding any language in the Engagement Letter to the contrary; and it is further

ORDERED, that Herrick will charge the Debtor \$0.10 per page for duplication and photocopies in accordance with *General Order No. 613: The Court's Guidelines for Fees and Disbursements for Professionals in Eastern District of New York Bankruptcy Cases*, notwithstanding any language in the Engagement Letter to the contrary; and it is further

ORDERED, that to the extent that the Engagement Letter and this Order conflict, this Order shall govern; and it is further

ORDERED, that Herrick shall be required to file interim and final fee applications for allowance of compensation and expenses upon appropriate notice and a hearing in accordance with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, and Local Rules; and it is further

ORDERED, that ten (10) business days before any increase in the hourly rates set forth in the Selbst Declaration, Herrick shall file a supplemental affidavit with the Court (the "Supplemental Affidavit"), explaining the basis for the requested rate increase under section 330(a)(3)(F) of the Bankruptcy Code. All parties, including the United States trustee, retain all rights to object to or respond to any rate increase on any basis, including, but not limited to, the reasonableness standard provided for in section 330 of the Bankruptcy Code; and it is further

ORDERED, that, notwithstanding any provision to the contrary in the Application or the Engagement Letter, the Court shall retain jurisdiction to hear and to determine all matters arising from or related to implementation of this Order.

NO OBJECTION:
WILLIAM K HARRINGTON
UNITED STATES TRUSTEE, REGION 2

By: /s/ Jeremy S. Sussman
Jeremy S. Sussman
Trial Attorney
Office of the United States Trustee
201 Varick Street, Suite 1006
New York, New York 10014
(202) 573-6935

Dated: New York, New York
September 21, 2020

Dated: Central Islip, New York
September 25, 2020



Robert E. Grossman
United States Bankruptcy Judge